

40SOMETHING

JULY 2011

OVER 40 AND

40Som

THE
SCORE
GROUP®



Carolyn, 55
Flight Attendant's
First Time

XXX WIVES & DIVORCEES



Blair Age 49



Shana Age 52



Chanel Age 51



Gia Age 54



Marina Age 44



Raven 57



Luna Age 50



Honey Age 55

Display until September 7, 2011.
Sale to minors is forbidden.
40SomethingMag.com

SCORE SPECIAL 215
INTERNATIONAL EDITION-BONUS
\$11.99 U.S. \$13.99 CANADA



7 25274 02658 6



Gianna, 42
Swinger,
Exhibitionist,
Anal Sex
Lover

store/age.com

12

Sasha, 55, is one of
six horny, young-
cock-loving ladies
in our new DVD.

50 ^{PLUS} MILES PRESENTS SENIORS AND JUNIORS



CONTENTS

FEATURES

12 DVD PICK: SENIORS & JUNIORS

They might be a little older, but these 50Plus MILFs want young cock, and they know how to get it. Stars Honey Ray, Gia Giancarlo, Luna, Sasha, Chanel & Raven Storm.

28 INTERVIEW: CAROLYN KHOLS

This 55-year-old flight attendant from Florida had never even gone skinny-dipping, never even posed for amateur photos. And then, she walked into our studio.

DEPARTMENTS

5 DATELINE

A forum for readers' comments, suggestions and opinions. This issue: mother-daughter do XXX in the same issue, cream pies and the code to free videos.

54 SEXXTY SOMETHING

This issue, swinging columnist Georgette Parks tells us about the studded cock she sucked and fucked.

20



GIANNA PHOENIX AGE 42

56



LIN BOYDE AGE 64

28



CAROLYN KHOLS AGE 55

44



MARINA JOHNSON AGE 50

90

She's with one guy, but she gets DP'd. Want to know how?



SHANA DUPLAE AGE 52

37



OPAL AGE 49

65



GILLIAN AGE 45

72



BLAIR AGE 49

79



MARINA AGE 44

Why is she so happy?

Store/Mags.com

Because Subscriptions to **40Something** are now available!

For the first time ever, you can subscribe to **40Something** magazine and get each issue delivered right to your mailbox. Never miss an issue, never have to guess when the next issue is on sale, never have to drive all the way to your magazine store only to hear those depressing words, "I'm sorry, sir, **40Something** is sold out." Subscribe today!



Mail to: The SCORE Group, Dept. SP215, 1629 N.W. 84 Ave., Miami, FL 33126 USA

☐ **Sign me up for 6 issues for \$29.95/C\$48.95/£30.95/€35.95**

U.S.: \$29.95. Canada: C\$48.95. UK: £30.95. Europe: €35.95. International subscriptions: \$44.95. Allow 4-to-8 weeks for delivery of first issue. All magazines will arrive in a discreet envelope to protect your privacy. By signing below, you certify that you are at least 18 years old. We accept checks and money orders in US\$, £GBP, euros and CAD. Credit card orders must provide exact billing address if different from mailing address. No discounts on magazine subscriptions and some additional restrictions may apply. Offer expires April 11, 2011.

Payment Method: ☐ Check ☐ Money Order ☐ Visa ☐ MasterCard ☐ American Express ☐ Discover

CREDIT CARD # _____ EXPIRES _____

security code required (last 3 digits above signature): _____ AmEx: 4 digits above credit card number required: _____

NAME _____ PHONE # _____ AGE _____

ADDRESS _____

STATE/PROVINCE _____ ZIP/POSTAL CODE _____ COUNTRY _____

SIGNATURE REQUIRED _____ EMAIL/PHONE _____ SP215

**FOR FASTER SERVICE
CREDIT CARD
ORDERS ONLY**

**TOLL-FREE
U.S. & CANADA
1.800.421.0760**

**WORLDWIDE
305.662.5959**

**24-HOUR FAX
305.662.5952**

**ONLINE
iSexShoppe.com**



Cassy Torri, the MILF riding a cock, and Miranda Torri, the MILF sucking a cock, are daughter and mother who did XXX in issue #208.

MOTHER & DAUGHTER BOTH FUCK IN THE SAME ISSUE!

Dear 40Something,

40Something has done a lot of hot things since I started reading it about five years ago, but putting pictorials of a mother and her daughter fucking in the same issue is the hottest thing ever. You know what they say: The apple doesn't fall far from the tree. Miranda is a very horny woman, and obviously her daughter is, too.

Cassy definitely is more facially attractive and has a better body than her mother, but, of course, she's 22 years younger, so she should. But Miranda has a horny sluttiness about her that her daughter can't match. Maybe it's because she has a black cock stuffed inside her mouth and pussy. Maybe it's the horny look on her face when she's getting filled with big cock. I think her trimmed-but-unshaved pussy adds to her look, too. But mostly, I think, it's her age. If 45 is better than 22, then it just makes sense that 67 is going to be better than 45, sexually.

Cassy is hot, and she knows it. I love the way she looks into the camera while swallowing that dude's balls. She seems to suck cock deeper than her mother, too, but, then again, the cock she sucked is smaller than the cock her

mother sucked, which, I have to say, is extremely large.

I wonder if Miranda and Cassy went home and looked at each other's pictures. I wonder if they discussed their experiences at 40Something. I wonder if

they've ever done the same guy together. Now that would be hot!

Anyway, thank you, 40Something, for the best jacking experience of my life.—F.C., Springfield, Missouri

THE PROBLEM? TOO YOUNG, TOO FAT & TOO MANY ADS

Dear 40Something,

I received 40Something #208 and was disappointed in the overall quality of the models featured. I often find that the models are from past issues of 40Something and are fat, flat-chested and younger than 40.

Secondly, there are way too many DVD excerpts of models in XXX-Rated scenes in this issue. This has been ongoing from the last several issues, and I feel like I am buying DVD advertisements in a magazine layout.

I would like to see more sexy, hard-bodied, mature women with boob jobs from 45 years of age in single-girl layouts. Also, feature more of the hot gals from your website 50PlusMILFs.com in your magazine. Decrease the DVD advertisements in your magazine. This will surely make 40Something a better

THE CODE TO FREE VIDEOS

That funny-looking thing below is a QR (Quick Response) Code, and you're going to be seeing them more often in 40Something. A QR Code is a specific matrix barcode that's readable by dedicated QR Barcode readers and camera phones. Starting this issue, we're placing QR codes throughout 40Something to enhance your experience while reading the magazine. The QR codes are super-quick-access shortcuts to our mobile sites, movie previews and even eBoobStore.com. They're your gateway to free, exclusive videos specially designed for 40Something readers.

To read the codes, you will need to download an application to your smart (camera) phone. Once the application is installed, it's as simple as opening the app and scanning the code.

SAMPLE



CODE

- For iPhone users we recommend "Red Laser" (search for it in the App Store; it's free!)

- For Android users we recommend "QR Droid" (search for it in the App Store; it's free!)

- For Blackberry users we recommend "Barcode Assistant" (search for it in the App Store; it's free!)





ATTENTION
40Something
SUBSCRIBERS
ARE YOU
MOVING?
TELL US
QUICKLY!

The U.S. Post Office only forwards periodicals-rate mail for 60 days, so we must have your new address within three weeks of your move to guarantee that you'll get all your issues. We cannot be held responsible for non-delivery of issues due to your address change.

MAIL TO: SCORE Change of Address, 1629 N.W. 84 Avenue, Miami, FL 33126. Please include your mailing label or a legible copy. UK SUBSCRIBERS: Please contact us at the above address.

magazine. Otherwise, I will not renew my subscription.—Anonymous, address withheld

Dear Reader: Several aspects of your letter have us confused. First, in issue #208, all of the ladies in solo pictorials were making their 40Something magazine debuts. The only women making encores—Connie McCoy, Cassy Torri and Miranda Torri—were doing so in hardcore boy-girl pictorials. This is typical of 40Something: A MILF makes her debut with a solo pictorial and often returns to do hardcore.

Second, other than a few 2/3rds-page ads for DVDs and the "DVD Club," the only feature devoted to a DVD was the six-page "DVD Pick" for Fuck My Old Ass #4. We're unaware of any other DVD ads in the magazine. Are you referring to the XXX pictorials? The photos in these pictorials are not excerpts from any DVD. These pictorials were shot separately from the DVD scene and are not video outtakes.

Finally, we'll let you be the judge of what you consider "fat" and "flat-chested," but we never feature models who are younger than 40. Issue #208 had a variety of women in their 40s, 50s and 60s. We take the integrity of the magazine's mission statement seriously and even reject prospective models who are well over 40 but look younger than their age.

Here at 40Something, we do our best to appeal to a wide variety of tastes in mature women. Not every woman in every issue can appeal to every reader. And the XXX photos have proven to be very popular.

THE WORLDWIDE LEADER IN HOT AND SEXY MILFS

Dear 40Something,

40Something has been just great from day one, but the last three issues have really been great. I think #208 (March '11) is the best ever. Where did you find so many sexy ladies? Ciara, Connie, Brooke, Cassy Torri, Misty, Becca Rose, Miranda Torri, Katrina and Catherine are the kind of ladies you want to stay in bed with forever. This edition should be No. 1 in the world.—J.S., Elkmont, Alabama



40Something

JULY 2011

PUBLISHED BY THE SCORE GROUP

JOHN FOX President & CEO

DAVE ROSENBAUM Editor

VANESSA VILCA Art Director

MIKE FEDERICI Print Operations Manager

CIRCULATION

BOB CERMAK

North American Circulation Manager

Phone: 908-272-5861

Email: bcermak2001@verizon.net

DAVID EMERSON

UK Circulation Manager

Phone: 07798-626665

Email: davide@ukd ltd.com

NORTH AMERICAN AND EXPORT DISTRIBUTION CURTIS CIRCULATION COMPANY

Phone: 201-634-7400 Fax: 201-634-7499

MIKE D'EMIDIO

Account Executive

DEBBIE WHELAN

International Sales

UK CIRCULATION

COMAG

Tavistock Road

West Drayton, Middlesex

UB7 7QE UK

Phone: 01895-433600 Fax: 01895-433602

Account Manager: Duncan Ambler

ADVERTISING AMERICAN MEDIA WORKS JOHN ROMANO & JAIME ROMANO

Account Executives

Phone: 914-273-6309 Fax: 914-273-3215

email: JR228@aol.com

40Something—SCORE Special No. 215 (ISSN #1088-694X) is a special edition of Naughty Neighbors, published by The SCORE Group, 1629 N.W. 84 Avenue, Miami, FL 33126, USA. Copyright ©1995–2011 by The SCORE Group. Price: \$8.99 in U.S.; \$9.99 in Canada; £4.50 in the UK; Bonus Edition: \$11.99 in U.S.; \$13.99 Canada. All rights reserved. 40Something® and Naughty Neighbors® are registered trademarks of Quad Int'l., Incorporated and The SCORE Group. The SCORE Group, and Quad Int'l., Incorporated, certify to all commercial purchasers that the aforesaid materials are in full compliance with the requirements of 18 U.S.C. § 2257 and associated regulations. Editorial Office: 1629 N.W. 84 Avenue, Miami, FL 33126. Publisher disclaims all responsibility to return unsolicited material, and all rights in materials published vest in The SCORE Group and 40Something. Letters are assumed to be for publication, unless otherwise endorsed, and may be edited. This periodical is sold subject to the following conditions: it shall not be lent, resold, hired out or otherwise disposed of in a mutilated condition or in an unauthorized cover by way of Trade, except at the full retail price, or affixed to or as a part of any publication or advertising, literary or pictorial matter whatsoever, without the expressed written consent of the publisher. Any similarity between an individual person or people depicted in the fiction or artwork in this magazine and any real person or people is purely coincidental and is not intended as a representation of any particular individual or class of people. **PRINTED IN CANADA**

The records required by 18 USC 2257 and associated regulations with respect to this product (and all graphical materials associated therewith) are kept at the office of the Publisher at the following location: Custodian of Records, The SCORE Group, a division of Quad Int'l., Incorporated, 1629 N.W. 84th Ave., Miami, FL 33126, USA.

THIS IS ADULT MATERIAL

All of the performers/models, and all of the characters that they portray, were over 18 years of age at the time of the photography. The content is inappropriate for minors, and appropriate care should be taken to ensure that it is not viewed by anyone under 18 years of age.



40Something #208 has something for everyone. Connie wrapped her body into a pretzel. Blonde Katrina opened up her pink cunt. Becca showed off her hairy pussy. Ciara displayed her big tits and tight pussy. Catherine spread her ass.

HORNY OLDER WOMEN SPREADING AND GAPING

Dear 40Something,

No. 208 is a very good issue with a nice mix of ladies and layouts.

Katrina is a great girl-next-door type. I can't wait to see her in action. That innocent blond look would be good in a rough interracial spread.

Catherine is a truly remarkable woman with red hair, great skin, a beautiful face and a fantastic body. Lovely stroke-inspiring spreads and show of holes. More please, and soon!

Ciara looks like a real well-preserved wife. Great feet and good gape. I love to see closeups.

Connie McCoy has a wonderful

smile and sexy feet and toes. Great legs and a real mature body. I'd love to see her deep-throat and use that tongue to rim some lucky guy. I also would like to see more shots of her peeling back that foreskin. The pretzel shot is fantastic. The money shot with jism in her mouth is great. I'd love to see other models do this. Sorry you did not

COMING JUNE 28TH

THE PREMIERE
ISSUE OF

60 PLUS MILFS

You wanted them older and bolder, and we're giving them to you! Fresh on the heels of 50Plus MILFs magazine, here comes 60Plus MILFs magazine, packed with XXX and the wildest, horniest MILFs you've ever seen. [Clockwise

from top left] Bea

Cummins fucks a black stud while her hubby watches; Jewel and Lola Lee take on a guy half their age; Lexi McCain comes to us courtesy of Rita Daniels; divorcee Deanna Bentley; Christy Cougar; slutty Mandi McGraw; and Summeran gets boned hard. And lots more!



StoreKags.com

include any anal shots.

Miranda Torri is a lovely, well-traveled slut. The shot of black fingers opening and showing off her well-used hole is hot. I'd have loved to have seen some anal. Is that hole as open and loose as her cunt?

Brooke Tyler: Great enhanced body. Wonderful spreads of her pussy and asshole. Lovely wet shots.

Becca Rose: It's good to have an occasional pussy with hair.

Misty: Sexy smile. Great shots of her gaping pussy. You can see deep into her. Would have loved to see her anus.

Cassy Torri: Good action shots. I would have loved to have seen her spread and gape that hole so we could compare it with her mother's. It would have been interesting if you had used the same stud to fuck both mother and daughter.

All in all, a good, stroke-worthy issue. Nice mixture of models spreading and showing gape. Keep it up and so will we.—Cessifan, via email

A CUM BONANZA FILLED WITH 60SOMETHINGS

Dear 40Something,

My favorite girls would have to be Georgette Parks, Bea Cummins and Rita Daniels. These three are a cum bonanza! Let's not forget Jewel and Audrey Maxx. So fucking sexy!



Rita just turned 60 and she's still taking on men half her age.



"Divorcee on the Prowl" Jillian would look good with a black cock.

I don't know where you find these filthy pussies but keep 'em cumming!—Name and address withheld, via email

JUST PASSING TIME WITH YOUR FAVORITE MILFS

Dear 40Something,

Monday morning, December 27, 2010. I just got my workers sent out to a job site. I'm hanging my calendar for 2011. It's called "Desire Naked Women Calendar." Only one problem: The girls are young. Great for some people, but what your readers want need are MILFs and GILFs. This is how I came up with the 40something, 50something and 60something calendars.

Knowing the awesome job you do with your magazines, I feel a calendar would be no problem for you guys to come up with. You could pick 12 or 13 hot 40s, 50s and 60s and offer each calendar to readers for \$10 or \$15. I will take one of each. Your only problem might be which 12 or 13 models to choose in each age group, but you could take a vote, and that would give you time to print the calendars and advertise them. Come on, guys! Let's get this started now for 2012.—K.S., Jane Lew, West Virginia

Dear K.S.: First, we'd have to establish that there's a market for such a product. What do you think, readers?

PUT THE CUM SHOT WHERE IT BELONGS: IN HER PUSSY!

Dear 40Something,

40Something #208: Wonderful, gorgeous women, but no more facial cum shots, please! Let's see lots of creampie shots (both pussy and ass), and after the guy cums in her pussy and we get to see it running back out, let's see pictures of her licking his dick clean. Also, maybe another woman licking her clean.—D.L., Miami, Florida

READER'S WISH LIST: MAKE IT HOT, NASTY AND BLACK

Dear 40Something,

You have the greatest magazine for over-40-year-olds, but I wish you would list the ladies' fan mail P.O. box addresses so we can write to them and buy their videos.

One woman I wrote to did black gangbangs. I know that a lot of the women who pose are swingers, and a video of two 40-year-olds doing one man would be very welcome. Also, two 40-year-olds having lesbian sex would be hot and erotic. Lake Russell had that lesbian threesome in *MILF Bait*. Georgette Parks is super-sexy, and I believe 54-year-old Jillian from the June '09 issue ("Divorcee on the Prowl") is just as hot, and they're both swingers. Jillian wants a DP, and I

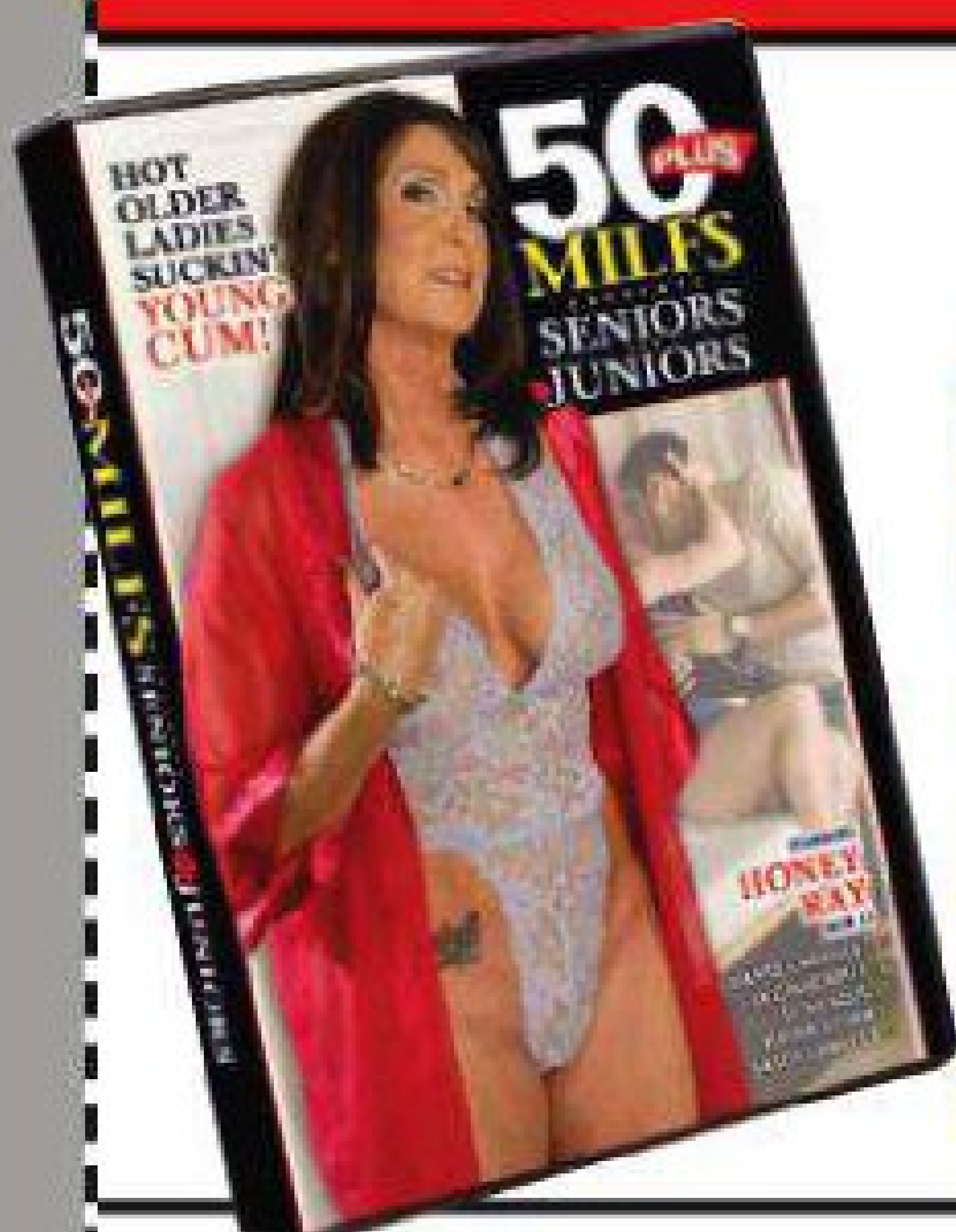
continued on page 18



Lucy Holland enjoyed a creampie in 50Plus MILFs #212.

40Something[®]

DVD MASTER ORDER FORM



DVD OF THE MONTH

Dirty mature women crazy over young cocks prove that older is better! Starring Honey Ray, 55, Gia Giancarlo, 54, Chanel Carrera, 51, Sasha Samuels, 55, Raven Storm, 57, and Luna Azul, 50 in six wild scenes.

50PLUS MILFS SENIORS & JUNIORS \$39.95

☐ REGION-FREE DVD (#PIX491D)

50Plus MILFs Seniors & Juniors is XXX-Rated and is 103 min.

MORE GREAT XXX DVDs

COUGAR TRAP 2 \$29.95

☐ REGION-FREE DVD (#PIX460D)

Cougar Trap 2 is XXX-Rated and is 120 min.

TWO-TIMING MILFS \$39.95

☐ REGION-FREE DVD (#PIX455D)

Two-Timing MILFs is XXX-Rated and is 122 min.

MUTHAS WHO LUV BROTHAS \$19.95

☐ REGION-FREE DVD (#PIX344D)

Muthas Who Luv Brothas is XXX-Rated and is 91 min.

STUFFED MILFS \$39.95

☐ REGION-FREE DVD (#PIX489D)

Stuffed MILFs is XXX-Rated and is 100 min.

COUGARS ON THE CLOCK \$19.95

☐ REGION-FREE DVD (#PIX397D)

Cougars on the Clock is XXX-Rated and is 100 min.

SEXXXTY SOMETHING \$39.95

☐ REGION-FREE DVD (#PIX446D)

SeXXxTy Something is XXX-Rated and is 100 min.

MY WIFE, YOUR MEAT \$19.95

☐ REGION-FREE DVD (#PIX393D)

My Wife, Your Meat is XXX-Rated and is 93 min.

"I FUCKED YOUR WIFE" \$19.95

☐ REGION-FREE DVD (#PIX288D)

"I Fucked Your Wife" is XXX-Rated and is 110 min.

SEASONED SLUTS \$29.95

☐ REGION-FREE DVD (#PIX443D)

Seasoned Sluts is XXX-Rated and is 176 min.

FUCK MY OLD ASS 2 \$19.95

☐ REGION-FREE DVD (#PIX418D)

Fuck My Old Ass 2 is XXX-Rated and is 120 min.

VIDEO CLUB

50PLUS MILFS 2 \$39.95

☐ REGION-FREE DVD (#PIX479D)

50Plus MILFs 2 is XXX-Rated and is 120 min.

50PLUS MILFS ANAL EDITION 2 \$39.95

☐ REGION-FREE DVD (#PIX467D)

50Plus MILFs Anal Edition 2 is XXX-Rated and is 120 min.

50 PLUS MILFS ANAL EDITION \$29.95

☐ REGION-FREE DVD (#PIX442D)

50 Plus MILFs Anal Edition is XXX-Rated and is 128 min.

FUCK MY OLD ASS 3 \$29.95

☐ REGION-FREE DVD (#PIX451D)

Fuck My Old Ass 3 is XXX-Rated and is 145 min.

60PLUS MILFS \$39.95

☐ REGION-FREE DVD (#PIX465D)

60Plus MILFs is XXX-Rated and is 110 min.

FUCK MY OLD ASS 4 \$39.95

☐ REGION-FREE DVD (#PIX477D)

Fuck My Old Ass 4 is XXX-Rated and is 120 min.

CHOCOLATE STUFFED MILFS \$29.95

☐ REGION-FREE DVD (#PIX456D)

Chocolate Stuffed MILFs is XXX-Rated and is 116 min.

CUM-FILLED COUGARS \$19.95

☐ REGION-FREE DVD (#PIX404D)

Cum-Filled Cougars is XXX-Rated and is 90 min.

COUGAR TRAP \$29.95

☐ REGION-FREE DVD (#PIX433D)

Cougar Trap is XXX-Rated and is 121 min.

SIXTY & SWINGIN' \$39.95

☐ REGION-FREE DVD (#PIX493D)

Sixty & Swingin' is XXX-Rated and is 107 min.

OVER 60 & SLAMMED \$19.95

☐ REGION-FREE DVD (#PIX409D)

Over 60 & Slammed is XXX-Rated and is 120 min.

50PLUS MILFS \$29.95

☐ REGION-FREE DVD (#PIX427D)

50Plus MILFs is XXX-Rated and is 120 min.

SCORE[®] Jack Aids & Supplements

☐ **TENGA FLIP HOLE** - #TNG107 \$119.95

☐ **THE PERFECT BOOBS** - #TC112 \$99.95

☐ **GRIP-N-STROKE** - #CE110 \$12.95

☐ **MARY CAREY'S PUSSY & ASS** - #DJ114 .. \$69.95

☐ **TENGA SOFT TUBE CUP** - #TNG100 ... \$29.95

☐ **TENGA DEEP THROAT CUP** - #TNG101 . \$29.95

☐ **PINK LADY FLESHLIGHT** - #FL100 \$59.95

☐ **TOP GAUGE PUMP** - #CE105 \$59.95

☐ **PRECISION PUMP** - #CE112 \$24.95

International Currency Conversion Chart

US\$	Canadian \$	U.K. £	Euros
\$229.95	C\$223.95	£140.95	€165.95
\$99.95	C\$96.95	£60.95	€71.95
\$69.95	C\$67.95	£42.95	€50.95
\$59.95	C\$57.95	£36.95	€42.95
\$49.95	C\$48.95	£30.95	€35.95
\$39.95	C\$38.95	£24.95	€28.95
\$29.95	C\$28.95	£17.95	€21.95
\$19.95	C\$18.95	£11.95	€13.95
\$9.95	C\$9.95	£5.95	€6.95

TOLL-FREE 1-800-421-0760 www.iSexShope.com

WORLDWIDE 001-305-662-5959 FAX 305-662-5952 MAIL: The SCORE Group, Dept. SP215A, 1629 N.W. 84 Avenue, Miami, FL 33126 USA

☐ I'm a SCORE Group subscriber and I get 15% discount and free shipping. Customer ID# _____

Shipping & Handling of DVDs and videos: **U.S.:** \$3 per item. **All other countries:** \$8 per item. Novelties: **U.S.:** \$10 per item. All other countries: \$30 per item. Items TC110, TC111 and TC112 are \$28 per item (available in U.S. only). ***15% discount applies to U.S., Canada, Mexico & UK subscribers only; free shipping applies to U.S. subscribers only.** For tracking and the security of your package, U.S. orders are shipped via express courier, except those sent to P.O. Boxes. International orders are shipped via Global Priority Mail (where available) or Air Mail. Rush Delivery is rate is \$20 flat rate for 1-16 DVDs anywhere in the U.S. **Make checks or money orders payable to The SCORE Group.** We accept payment in U.S.\$, CAD\$, UK£ or €. Florida residents please add 7% sales tax. Credit card orders must provide the exact credit card billing address in addition to the mailing address if the two are different. All items are shipped in sturdy, discreet packaging to protect your privacy. All sales are final. Damaged items will only be exchanged for one of the same title if returned within 30 days of receipt. The SCORE Group cannot be held responsible for Customs seizures. By ordering, you certify you are at least 18 years old.

Method of Payment: ☐ Check ☐ Money/Postal Order ☐ MasterCard/Access/Eurocard ☐ VISA ☐ American Express ☐ Discover

Name _____ Age _____ Card # _____ Exp. _____

Security code required (last 3 digits above signature): _____ American Express (4 digits above card #): _____

Address _____ City _____ State/Country _____ Zip/Post Code _____

Phone _____ Email _____ Signature Required _____

CREDIT CARD ORDERS WILL NOT BE PROCESSED WITHOUT A SIGNATURE AND SECURITY CODE

SP215A

**WE SHIP IN
24 HOURS**

Back Issues of 40Something[®] are going fast!

All with HARDCORE SEX

Many of these collector's editions are nearly sold out!



SP150—Dana double-plugs herself with a dildo and anal beads. Sexy granny Ariate is 65. Georgina shows off her gaping pussy. Angel is one of our hottest-bodied MILFs ever. In the XXXtra section, Robin and Daisy rock our worlds with anal action!



SP156—Chrystal is a 42-year-old housewife who posed as a present for her hubby's birthday. 50Plus Dee Dee has some of the biggest tits ever. In the XXXtra section, Dana Devine and Vanessa Vidal get fucked in the ass. Plus, 50something "Hot Bod" contest.



SP159—Five white chicks get boned by black dick in the DVD *Muthas Who Luv Brothas*. Redhead Fancy is a 67-year-old former teacher. Biker chick Nikki has one of the hottest bobs ever with smokin' tits and a big ass! Plus, lots of anal sex.



SP165—Exhibitionist Georgie puts on a naughty backyard show for her peeping neighbor, Wendy fills all her holes with big fuck sticks, Kayla is a sexy little fuck toy, Jennifer and red-head Calliste suck and fuck, a sexy 60something and lots of first-timers.



SP168—Two horny mechanics fuck Houston in every hole. Kinky Marina Rene shows off her big tits and bejeweled pussy. It has 13 piercings! Covergirl Jenna Lynn might be our hottest-bodied MILF ever, plus seven pages of the gapiest pussies ever.



SP180—Four XXX pictorials. In the main mag, Audrey Maxx gets double-teamed, and beautiful 50something Gia Giancarlo gets fucked hard. In the XXXtra section, Cheyanne and Anneke, 63, enjoy having their asses stuffed. Plus, floppy-titted grannies.



SP194—Ruby Thompson is a new MILF with a sweet pussy and a big ass. Mandi McGraw is 69 and super horny. Preview 60something Georgette's new XXX DVD. Demi is a red-hot 50something. Chenin and Liz double-team a lucky stranger.



SP196—69-year-old redhead Valerie fucks a big, black cock. As a wedding present to herself, big-titted 50something Victoria Peale spreads so you can jack. Semmie is super-flexible. 1980s porn superstar Joanna Storm returns at age 51.



50PLUS MILFs #198—First issue! Collector's edition! Interracial XXX with Luna Azul. Lani takes a cream pie. Georgette's first on-camera three-way. Victoria breaks her XXX cherry. Rita Daniels pics & interview. Six chocolate-stuffed MILFs.



SP199—Starring 75-year-old Sandra Ann, our oldest model ever! Jessica Sexton brought her teenage daughter to her shoot...Tina, Julia and Ruby all take it in the ass. Elektra has great, big tits and a hairy pussy.



SP203—Petite Asian newcomer Kira Lynn sucks hard, fucks harder. 60something Bea Cummins does her doctor. Redhead Demi takes a young dick in her ass. Summeran gets ass fucked. Cassy Torri debuts.



50PLUS MILFs #205—Oldest average age of any mag we've ever published! Sandra Ann, 76, our oldest MILF ever, in XXX action. Plus, Destiny Anne, Sheri Fox and Katia in XXX and newbie Connie McCoy.



SP206—Big-titted Elektra gets fucked in her hairy pussy and tight ass. Honey Ray takes on the biggest cock she's ever seen. New Lola Lee XXX and an interview. Plus, an Asian MILF and lots of gapers.



SP208—A mother and her daughter fuck in the same issue in two different layouts! Miranda is 67, her daughter Cassy is 45. Who's the better fuck? You be the judge! Plus, 50something Connie McCoy XXX.



SP211—Hairy-pussied Asian Becca Rose fucks. Voluptuous redhead Sunny Ray takes it up the ass. Georgette Parks gets slammed by a huge, black cock. Hard-bodied Blake spreads in a red-hot debut.

OUR FEATURED ISSUE



50Plus MILFs #212

Our third issue is loaded with 50somethings and 60somethings doing things women their age are not supposed to be doing. (Clock-wise from top left): Lucy Holland gets a cream pie; 67-year-old Bea Cummins is back and looking sexier than ever; slutty Rita Daniels, 60, gets fucked by two guys half her age; newcomer Carrie Romano has big, pointy tits and a meaty pussy; and 1980s porn superstar Joanna Storm takes it up the ass for the first time. And lots more, including a "Sloppy Gapers" special.



U.S. & CANADA 1-800-421-0760 WORLDWIDE 001-305-662-5959 FAX +305-662-5952

Mail to: The SCORE Group, Dept. SP215B, 1629 N.W. 84 Ave., Miami, FL 33126 USA ORDER ONLINE: iSexShope.com

Send me: ☐ SP135 ☐ SP141 ☐ SP147 ☐ SP150 ☐ SP156 ☐ SP159 ☐ SP165 ☐ SP168 ☐ SP174 ☐ SP177 ☐ SP180
☐ SP190 ☐ SP194 ☐ SP196 ☐ SP198 ☐ SP199 ☐ SP201 ☐ SP203 ☐ SP205 ☐ SP206 ☐ SP208 ☐ SP211 ☐ SP212

Please list alternatives in case choices are sold out:

☐ I AM A SUBSCRIBER AND SAVE 15% ON ALL ISSUES ORDERED* Customer ID#

U.S.: \$10 PER ISSUE, INCLUDING SHIPPING. Canada: C\$16 per issue, including shipping. UK: £10 per issue, including shipping. All other countries: \$16 or €12 per issue, including shipping. Two magazine minimum order for international customers. *15% discount applies to U.S., Canada and UK subscribers only. U.S. orders are shipped via Priority Mail. International orders are shipped via Global Priority Mail (where available) or Air Mail. Rush Delivery is available for an additional cost. Please call for rates and service availability. Make checks or money orders payable to The SCORE Group. We accept payment in U.S.\$, CAD\$, UK£ or €. Florida residents please add 7% sales tax. Credit card orders must provide the exact credit card billing address in addition to the mailing address if the two are different. All items are shipped in sturdy, discreet packaging to protect your privacy. All sales are final. Damaged items will only be exchanged for one of the same title if returned within 30 days of receipt. The SCORE Group cannot be held responsible for Customs seizures. By ordering, you certify that you are at least 18 years old.

Payment by: ☐ Check ☐ Money/Postal Order ☐ MasterCard/Access/Eurocard ☐ Visa ☐ American Express ☐ Discover

Name _____ Age _____ Credit Card# _____ Expires _____

Please provide security code (last 3 digits above signature): _____ AmEx customers enter 4 digits above credit card # here: _____

Address _____ City _____ State/Country _____ Zip/Post Code _____

Signature Required _____ Email/Phone _____

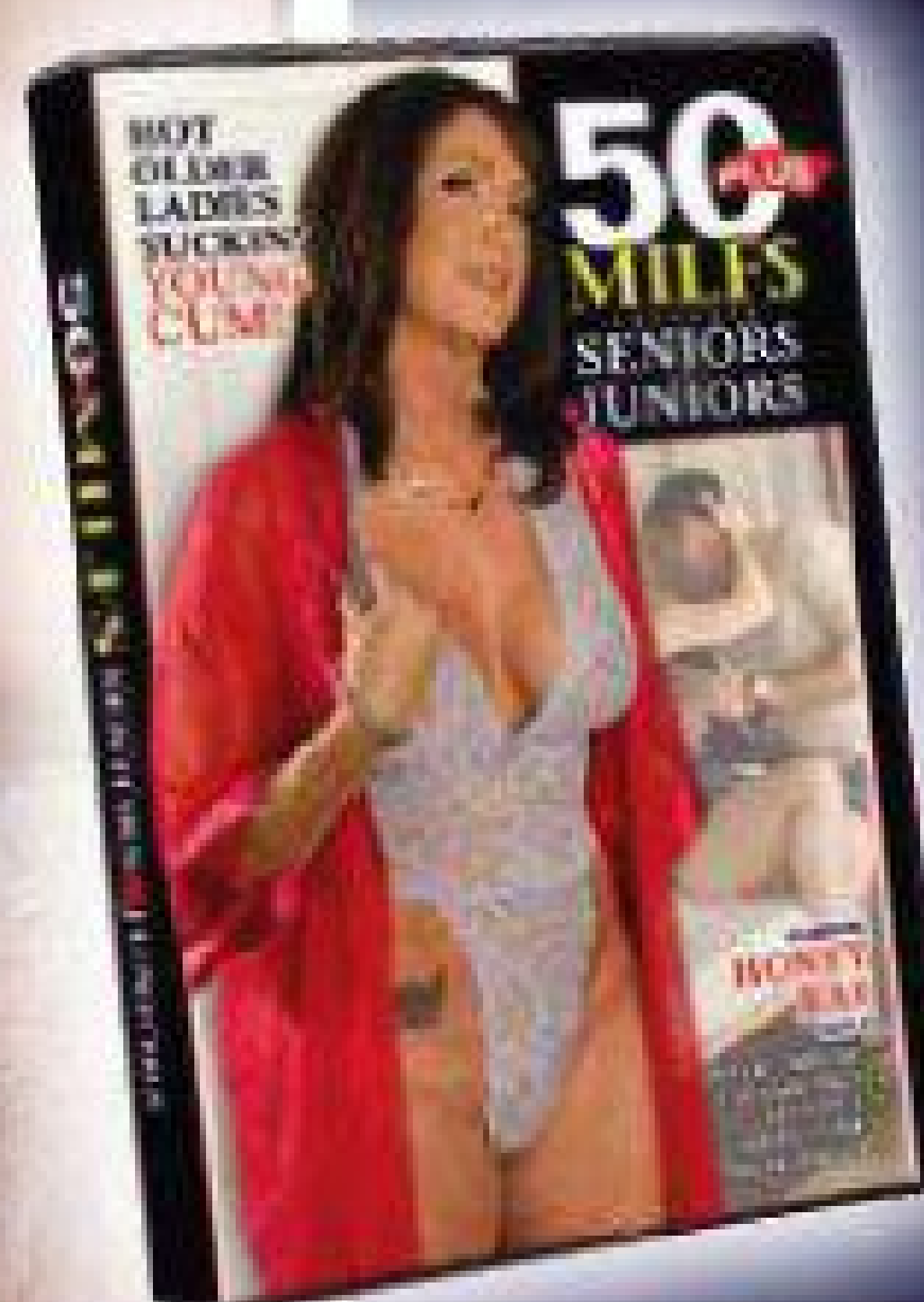
CREDIT CARD ORDERS WILL NOT BE PROCESSED WITHOUT A SIGNATURE AND SECURITY CODE

SP215B

40Something® DVD PICK



Sasha Samuels, 55



50 PLUS MILES PRESENTS SENIORS AND JUNIORS

Nasty, sexy moms want to get fucked by young studs!

Six dirty older women crazy over young cock get exactly what they want...and you will, too, in this brand-new DVD in which some of our most popular over-50 MILFs seduce much-younger guys. This DVD features the first on-camera sex scenes for Chanel Carrera, Sasha Samuels and Raven Storm. There's cock-gagging, anal sex and lots more!



Honey Ray, 55



Luna Azul, 50



Gia Giancarlo, 54



Raven Storm, 57



Chanel Carrera, 51

Luna Azul, 50

When the young employee of Luna's husband comes over to her house with some documents, Luna drops to her knees and sucks his cock and balls, then enjoys a hard, sweaty fucking on her marriage bed. When he can't hold back any longer, she lies on her back, jacks his cum onto her tits and rubs it in.



**SCAN IT NOW.
WATCH IT FREE!**



**Use your
smartphone**

**Raven
Storm, 57**

**See it
right now!
Only at**

**SCORE
ON
DEMAND
.com**

Sasha Samuels, 55



Raven's hubby doesn't know that she has her eye on the guy who came to her home to hang some pictures. What she really wants to do (after her husband leaves) is take his cock in her ass. Sasha is a hard-bodied Brit who seduces the hot tub

repairman with her bikini body. She's so skinny, you're gonna wonder how his fat cock doesn't split her in half. And beautiful Gia Giancarlo invites her neighbor over to play with her big tits and fuck her hairy pussy. Classy Gia never stops talking dirty!

Gia Giancarlo, 54





Chanel Carrera, 51



Chanel invites the lawn boy inside for a drink and a fuck. She enjoys sucking her pussy juices off his stick after it's been fucking her and takes his cum all over her pretty face.

Honey Ray sends her granddaughter off to run some errands so she can fuck the girl's young boyfriend. "Give me some cum, baby!" Honey Ray demands. She's a young-cock lover!



Honey
Ray, 55

StoreMags.com - Free Magazines Download in True PDF format

**ORDER
NOW ON
PAGE 9!**



40 OVER 40 AND IN THEIR PRIME
somethingmag.com

**LOADED WITH
HORNY, MATURE
MILFs &
DIVORCEES
IN XXX
HARDCORE
ACTION**

Ruby, 41

New favorite gets her
sweet ass fucked at
40SomethingMag.com.

**MORE
REAL
40SOMETHINGS
THAN ANY
OTHER SITE!**

- The best mature site on the Net!
- No fakes, no pretenders, only real 40somethings, 50somethings and 60somethings!
- The hottest XXX videos in high-speed, high-quality streaming
- Thousands of models!
- Exclusive editor's sets from every issue of 40Something and 30Something ever published!
- Updated several times weekly!
- The perfect complement to 40Something magazine. See more of the mature women you love!

Dateline

continued from page 8

think you should ask her if 40Something can videotape her fulfilling her fantasy. I also would like to write to her as well as other ladies.

Also, I would like to see a sex video of 68-year-old Bea Cummins. It's sad that so many men are going for 20 and 30-year-old girls when women in their 40s, 50s and 60s are hotter than hell.—B., Athens, Alabama

Dear B.: You can see Bea Cummins in hardcore action at 60PlusMILFs.com as well as in the DVDs 50Plus MILFs and 60Plus MILFs. She also has a red-hot interracial scene—with her real-life husband watching and participating—in the new DVD Sixty & Swingin', available on page nine of this issue.

THEY'RE OLD ENOUGH TO KNOW WHAT THEY WANT

Dear 40Something,

I wonder how many of the ladies who appear in your fine magazine never would have considered posing nude (no less fucking on camera) when they were in their 20s? I think it's an interesting phenomenon that at an age when women are, according to the rules of society, becoming more responsible, they're acting out, so to speak, by doing many things that probably aren't considered socially acceptable (although are completely welcome to me and all of my fellow 40Something readers).

The motto of your 50PlusMILFs.com website is, "Old enough to know better, horny enough to not care." Well, I wonder about that old enough to know better. I think they're old enough to know, period.—L.R., via email

40

Dateline
40Something

Send your correspondence to:

Dateline 40Something
1629 N.W. 84th Avenue
Miami, FL 33126

Or send your faxes to
305-662-8922

Or email us at
letters@40Somethingmag.com

Make the Fantasy Real

**Ladies,
you haven't
done it all
until you've
done it
with us.**

*Make your wildest fantasies come true by showing everything you've got in front of the 40Something cameras and having sex with one or more of our big-dicked porn studs. We're looking for attractive, sexy, adventurous women in their **40s, 50s, 60s and 70s** to photograph at our studio in Miami, Florida. Models get to enjoy all the perks that come with being a professional model. We'll treat you like a queen. If you have what it takes and want to live the fantasy, contact our studio manager today. In the U.S. and Canada, call toll-free **1-877-726-7335**. In Europe, call **+1-305-662-5959**.*

SEND US YOUR TEST SHOTS TODAY*

Send a minimum of four photographs: fully nude head-to-toe front, side profile and back, and one nude from the waist up, along with the model's name, age, address and contact information. Standard mail: SCORE Group Studio, The SCORE Group, 1629 N.W. 84th Ave., Miami, FL 33126. E-mail submissions: Four JPEG photos, shot in the same way as above, and model's contact information can be emailed directly to: model@scoregroup.com.

*All photos sent in are strictly for evaluation purposes and are never published without your written consent.



**WE PAY
FINDER'S
FEES**





Gianna

Birthday: January 28
Age: 42
Height: 5'8" **Weight:** 112 lbs.
Lives: Phoenix, Arizona
Status: Single
Occupation: Writer



"With my dirty mind, anything can be sexy," said Gianna, a stunner from Arizona (born in Florida) who has no sexual inhibitions. "I believe sex keeps you healthy, so I usually do it every day." She did it the day she walked into our studio, sucking cock and getting fucked in her pussy and her asshole. She tells her stud, "Fuck me with your finger!" When he slides his cock into her asshole, she says, "Fuck my tight little ass." When he cums, she moans, "Oh, I love that big sticky load."





Gianna told us that she decided to pose for *40Something* because "I want to get fucked by hung studs." And that she did, getting her tight, lithe body fucked twice, the second time enjoying a creampie. But first, she went solo, and she turned that photo shoot into an adventure, too, tearing open her pantyhose so you guys could get a

good look at her moist, experienced pussy. "I want to be as dirty and nasty as I can," Gianna said. "When your recruiter asked me what I'll do on camera, I told her, 'I'll do anything.' Blow jobs? Love 'em. Cum in my pussy? Hey, that's where it belongs! Anal? When I fuck a guy in my personal life, I always offer him the anal option."





Gianna enjoys watching sports—"The Saints are my favorite team," she said. "I'd definitely let Drew Brees fuck my ass."—and fishing. She says she loves "riding anything. Horses, dirt bikes, ATVs. Cock, of course. I love being outdoors. I love fucking outdoors, too. One time, I had sex in an airport parking lot with my boyfriend, outside the car. He bent me over the hood and fucked me from behind. I'm glad we didn't get caught, although I wouldn't have minded at all if people were watching." Yeah, she's an exhibitionist. "That's why I'm here!"







You don't have to be a muscleman or look like a movie star to get into Gianna's pants, but you do need to make her laugh. "Funny guys get me every time," she said. "I like guys who are easygoing and can laugh at themselves. Guys who aren't stuck on their image. Sometimes when I laugh, I can

feel my pussy getting wet." And that's the first step, but not the last step. "The next step is I take him home," she said. "We watch some good girl-girl porn, and I suck his cock while he's watching. And then, who knows? I'm open to any experience." Gianna, we kinda already got that idea!



Carolyn Khols

The MILF-next-door takes the plunge!

INTERVIEW BY JOSE LEYVA

*I*t all started for Carolyn with a phone call. A phone call she had hoped to receive but probably never expected to receive. It was from our recruiter in the 40Something studio, inquiring whether she'd be interested in doing some nude modeling. At first, Carolyn didn't know what to say, but just a week later, she was standing at the door to our building, nervous as could be, trying to decide whether she wanted to take the next step and go inside. As you can see, she took it. And we're very glad she did.

The truth is, most women who walk into the 40Something studio are first-timers (give or take an amateur shoot here and there), but many of them are also swingers, so they're used to being naked in front of groups of people. Not Carolyn, who describes herself as a shy, straight-arrow.

Fast-forward a few weeks later, and Carolyn was back in our studio, this time to shoot her first boy-girl hardcore scene. And, yes, she was very nervous once again. But, as you can see if you check out her scene at 50PlusMILFs.com, Carolyn did more than just get through it. She shined. She got our cocks hard.

Women like Carolyn—sexy women-next-door who usually hide their wild streak—always get us hard. She's the woman you might see at the store. And now, she's here!

40SOMETHING: Hi, Carolyn. Welcome to *40Something*. It's great to have you here. Now, don't throw a shoe at me, but I'm going to ask you the question women hate: How old are you?

CAROLYN: I'm 55 years old, and I'm proud of my age.

40SOMETHING: You look amazing. You're beautiful. Tell us a little bit about yourself.

CAROLYN: Well, I'm single. I've never been married. I live in Florida. I grew up in New York, so I went from the cold to the warm weather. I like the warm weather a lot better because you wear a lot less clothing, and I don't like

50
Something





wearing a lot of clothing. It's warm year-round, so I can be outdoors all the time. I love the outdoors.

40SOMETHING: You said you don't like to wear a lot of clothing. What do you wear to go grocery shopping?

CAROLYN: To go grocery shopping or really any of my everyday activities, I might wear sandals and a little sundress. That's about it.

40SOMETHING: Carolyn, is it okay if we get a bit personal?

CAROLYN: Sure!

40SOMETHING: You're going to the grocery store. You're wearing a sundress. Panties or no panties?

CAROLYN: Sometimes yes and sometimes no. It depends on the situation.

40SOMETHING: What's the deciding factor when it comes to panties.

CAROLYN: It depends on how short the sundress is and where I'm going. If I'm going to the grocery store during the



***"This is the
first time
I've done
any nude
modeling.
I've never
even gone
skinny-
dipping!"***



Release: StoreMags & FantaMag



***"Most people who know
me think I'm the
all-American girl."***

day when moms have kids with them, maybe yes. If I'm going to the mall, probably not. I don't like wearing panties, so if I have my choice it's usually no panties.

40SOMETHING: Now, Carolyn, the story of you coming to *40Something* is very interesting. Can you tell it for us?

CAROLYN: Well, I got a call just a few weeks ago from someone in your studio saying they saw my photo on the Internet. I have done a tiny bit of modeling, but just your basic stuff like mainstream commercials for beauty products. I've done a couple of photo shoots for clothing, and that's why my photo was on that website. So I got a call from someone in your studio asking if I might be interested in doing some adult modeling, and the more she told me about it, the more intrigued I became, and here I am!

40SOMETHING: So this is the first time you're doing adult modeling?

CAROLYN: This is actually the first time I've done any nude modeling, in private amateur stuff. I have never, believe it or not, even gone skinny-dipping. *[Laughs]* Can you believe it?

40SOMETHING: What was your reaction when you got that call from us?

CAROLYN: I was surprised. I was intrigued. I was curious. *[Laughs]* And I kept listening, so, you know, I thought, "This sounds very interesting." And the person who called me was very professional about the whole thing,





STOP/NEED/GO!

which made me feel that it was okay, that you guys were on the up-and-up. And based on my experiences here, it is not what I was expecting. It's probably not what most people would expect. It's a very professional environment, and it's been fun.

40SOMETHING: Does anybody in your personal life know that you're here?

CAROLYN: No. No one.

40SOMETHING: What would your friends say?

CAROLYN: They would not believe it. *[Laughs]* Most people who know me think that I am the all-American girl. Growing up, I had straight-As through school. I always did everything I was supposed to do. Followed the rules to a T. I'm very organized. I never cause trouble. I'm just a very mellow, easy-going person who is easy to overlook, to tell you the truth, and one of the reasons I decided to do this was because I felt the need to break the mold a little



bit and doing something for myself that's a little bit crazy. To me, this is a little bit crazy.

40SOMETHING: And I don't think anybody who sees your pictures or your videos is going to overlook you. Have you ever done any other crazy or wild things in your life?

CAROLYN: Well, I like sports, so I've done a lot of sporting-type things that a lot of people probably wouldn't do, especially females and females my age. I've done rock climbing. I've done canopy tours in Costa Rica where you ride the zip lines. I've done whitewater rafting. Most of these things I didn't do until after the age of 40, so that's unusual. Believe it or not, I have a third-degree black belt in hapkido and a second-degree black belt in taekwondo. And in my 30s and 40s, I used to kick-box full-contact in the ring. So I know that people who first meet me would never think of me doing these things because I don't project that tom-boy persona you'd think most women in those sports would have, so sports-wise, I'm a little crazier than in my other areas of life.

"One time, I had sex with a guy in a peep-show booth!"

40SOMETHING: Let's get a little personal here. What do you do for a living?

CAROLYN: I'm a flight attendant. I have been doing that for not quite 15 years but almost, and one of the reasons I decided to become a flight attendant is because I like to travel and I was not doing that enough. So with my job, I have been able to go places I normally wouldn't have had the chance to go to, and that's been great for me. I've traveled all over the United States. I also do international flights, so I've been to Europe, South America, Central America, all of the Caribbean. All over the world except for Asia.

40SOMETHING: A lot of people talk about the Mile-High Club.

CAROLYN: Yes! [Laughs]

40SOMETHING: Is that just a myth?

CAROLYN: [Laughs] No, it is not a myth.

40SOMETHING: Are you part of the Mile-High Club?

CAROLYN: Honestly, I am not, I have to say, but I have witnessed others who are. The first story that comes to mind was in the first-class cabin on one flight. The very last row has a divider, so on a night flight, it was late, and everybody was sleeping except these

two passengers who had seats next to each other, and they were kind of secluded because across from them was not another row of seats but a closet, then there was the divider. Walking through the cabin, I saw this woman, and it looked like she was sitting on his lap, but every few seconds, her head

would pop over the seat in front of them. So I walked back there and saw the blanket strategically wrapped around them, and she was supporting herself on the seat in front of her, and I could tell what they were doing.

40SOMETHING: Did anybody else notice?

CAROLYN: No. They were all sleeping except for this couple.

40SOMETHING: Did they know that you caught them?

CAROLYN: Oh, yes. They noticed, and they just gave me a little smile and went about their business, and I turned around and went the other way and gave them their privacy.

40SOMETHING: Have you ever seen another flight attendant having sex on a flight?

CAROLYN: I haven't seen it, but I have heard stories about flight attendants going up into the cockpit and spending a lot of time up there with pilots.

40SOMETHING: Well, it is a cockpit.

CAROLYN: [Laughs] Yes, it is a cockpit!

40SOMETHING: But you've never done anything like that?

CAROLYN: No, and I don't think I would. I like to keep business and pleasure separate.

40SOMETHING: Do you consider yourself to be a sexual person?

CAROLYN: I think so, yes.

40SOMETHING: What's your favorite thing about sex?

CAROLYN: Well, actually, it's a good workout, for one thing. Being a physical person, as I am, that's important to me. I like to have vigorous, energetic sex. I like to be adventurous and move around a lot, not just be in the same position all the time, so there's adventure in that sense that you can feel out your partner and try different things. See what feels good. There's very little about sex that I wouldn't try.

40SOMETHING: How do you go about picking your partners?

CAROLYN: To me, if a man is a good-smelling person, if he wears cologne or something, that's a real turn-on. I also like a nice smile and confidence in a man. I like guys with nice legs.

40SOMETHING: Age-wise, do you like younger or older men?

CAROLYN: In the past, it's mostly been younger men, but I don't think I have a requirement for that. I'm not going to not date a man because he's my age or older than me. But I have attracted a lot of younger men.

40SOMETHING: What's the youngest man you've been with?

CAROLYN: I think about a 15-year difference is the biggest I've had, and that was only about five years ago, so I was 50 and he was 35.

continued on page 78





Opal

Birthday: July 27
Age: 49
Height: 5'7" **Weight:** 124 lbs.
Lives: Colorado
Status: Single
Occupation: Dance teacher



She's pushin' 50 (she'll hit the big 5-0 in July), but Opal, a dance teacher from Colorado by way of Idaho, knows that when it comes to sex, experience is always a good thing. "I feel sorry for men my age who always have their eyes on young girls," she said. "You'd think they'd spent so much time complaining about young girls who don't know what to do in bed, they'd want to experience a woman who knows what to do. I don't even think I became good at sex until I turned 40. That's when I learned that sex is a lot like dancing."







By "sex is a lot like dancing," Opals means, "You can't just sway back and forth. It all comes from the pelvis. You have to gyrate, relax your body, go with the motion. That's what I teach my dance students, and usually by the middle of a lesson, they have a hard-on." Not that Opal does anything about it. She's a professional. She saves sex for her private life. "I love controlling my partner's orgasm for as long as possible using my body, hands, tongue and toys. I'll run my fingers over his chest for a long time, then I'll stroke his cock until he's about to cum but I'll stop just short. Then I'll relax him and give him a blow job, allowing my tongue to explore his shaft and balls, getting his cock deep into my mouth, sucking faster and faster but, again, stopping just short of his orgasm. Then I'll ride him, slower then faster, then faster again, using my vaginal muscles to bring him closer. Then, when he cums, it's absolutely explosive!"



Store/eggs.com



If you haven't guessed, Opal enjoys "sex that starts slowly and gently and escalates to mind-blowing, body-racking urgency," and she likes to have that kind of sex five or six times a week. "My sex sessions are very long and very intense, so I have to stay in shape," she said. "Otherwise, I'll just have lying-there sex, and I don't want that." What she wants is for a man to oil up her body, slowly and sensually, then use his mouth on her breasts and a toy on her clit and pussy. "I love being stimulated simultaneously," she said. "A toy in my ass is nice, too."







Opal said she once had sex "on the hood of a car on a bluff overlooking the city as airplanes flew out of the nearby airstrip right over us." She masturbates a lot, usually with her Rabbit vibrator while watching porn. She loves playing mud volleyball and watching horse racing. She's also into riding motorcycles, ice skating, white-water rafting, mountain biking, camping and hiking. "And fucking outdoors, under the stars," she said. "I'll rock your universe!"



Marina

Birthday: October 27

Age: 50

Height: 5'7" **Weight:** 138 lbs.

Lives: Tampa, Florida

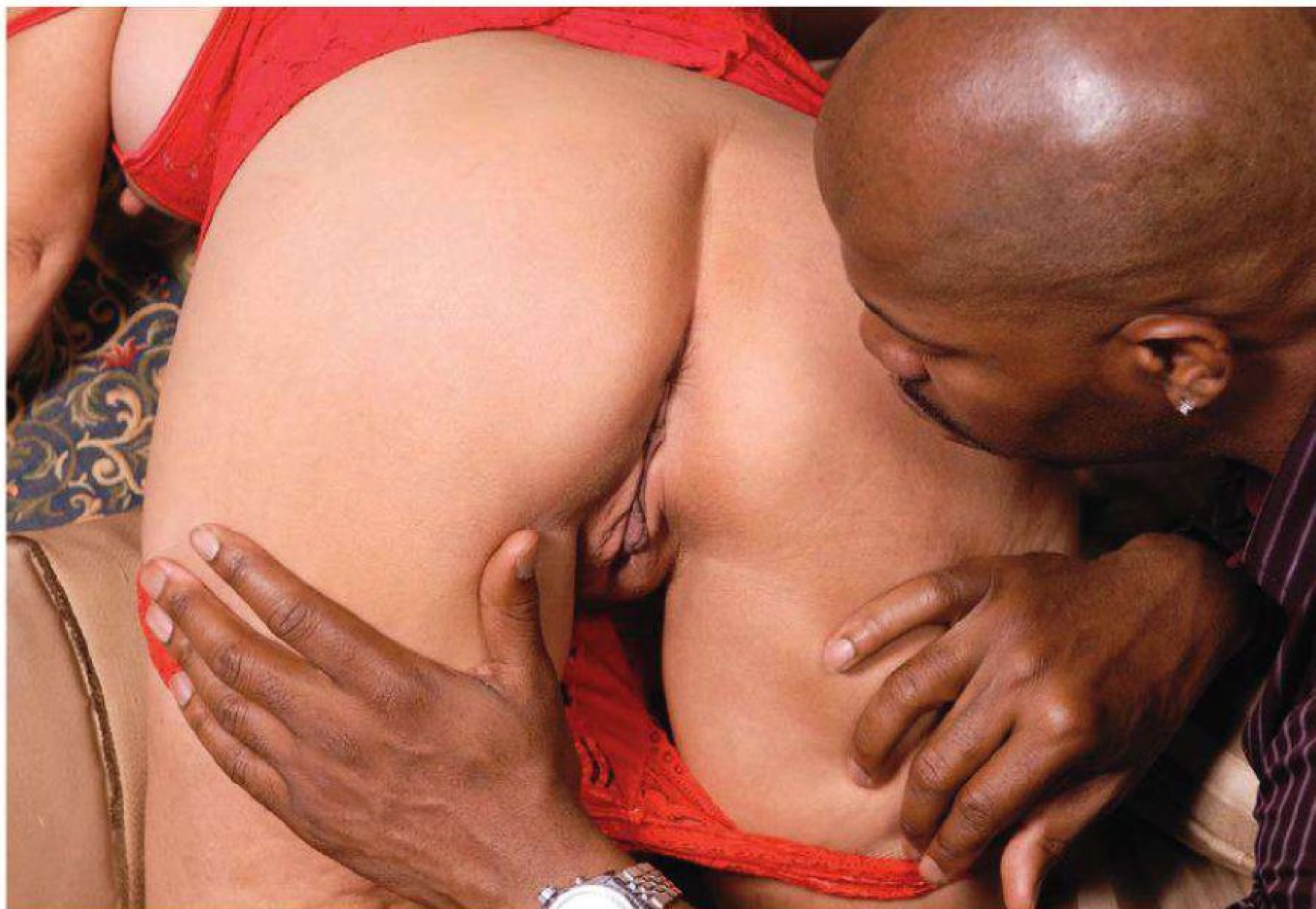
Status: Married

Occupation: Housewife





"My first husband was a deacon," said Marina Johnson, who right here is doing the kind of thing deacon's wives—or ex-wives, for that matter—aren't supposed to do. "I was a Sunday school teacher. A vacation bible school teacher. I was in the choir. I never even thought about doing what I'm doing here. It never even crossed my mind." And her ex-husband? "He would have a fit and probably a heart attack if he saw this." We think he should relax. Take his cock out. Jack while watching his ex-wife getting fucked by Lucas, her hung, black stud. And then, we think, the jerk should eat his heart out.





In this scene, a guy has shown up to do some housework, and Marina's husband isn't home. She's dressed to fuck, and when she answers the door, she says, "I'd be happy to take care of you." Marina pushes him down on the couch, straddles him, takes down her top to expose her big, fake tits with pointy nipples, then gets down on her knees and starts sucking his big cock. When Lucas is hard, he hammers her pussy but good.

**SCAN IT NOW.
WATCH IT FREE!**



SCAN QR CODE
FROM YOUR PHONE

**Marina gets
black cock!**





You've come a long way, Marina! "With my first husband, it was missionary style sex every time. We never experimented. He never ate my pussy, and there's no way he'd have ever asked me to give him a blow job. Proper, church-going women didn't do those things. My new husband is a bit younger and he's definitely into experimenting.

He doesn't mind my being here. He encouraged me. He loves it!" So much so that Marina and her hubby watched her two XXX scenes on 40SomethingMag.com together. "In the second one, I have anal sex with a guy who's supposed to be my lawyer. I tell him, 'Give it to me. Do it in my ass!' My husband loved hearing me say that!"



Release: StoreMags & FantaMag





40 Something[®]
July 2011
Marina



When Lucas is on the verge of cumming, he takes his cock out of Marina's cunt so she can jack him into her mouth. "Obviously, in my first marriage, I never ate cum. Now I can't get enough of it! I've always been a bit of an exhibitionist, but I never had the chance to act out my fantasies. Now I'm enjoying every last one of them, and you get to watch!" Life is good. "I hope all you guys like what you see!"





SeXXXty Something

The naughty adventures of a 60something swinger!

By Georgette Parks

Hi, all you sexy, horny guys (and possibly gals) out there. It's that time again for me to tell you all about my wonderful sexual happenings and adventures over the past several months.

I'm really surprised so much has been going on. My guy and I traveled in two separate circles before we met and got together. So now we have doubled the number of friends who like to play!

Two of my boyfriend's out-of-town friends were at the nudist resort for a visit and called us to see if we'd like to get together for a little romp. Would we say no? I tend to doubt that! We decided to invite them over for dinner to make the most of the evening. I had not met these friends before, but I was assured that I would like them. Of course, my boyfriend neglected to tell me about the guy until just before we opened the door. It seemed that he had several pierc-

ings on his cock. Okay! How bad can that be? I've never been with a guy with piercings on his cock.

After some drinks and chit-chat, we split off to different bedrooms for a sexual romp. Wow, did I get a surprise! This guy had not just one but three piercings. As soon as he took his pants off, he was already hard as a rock! Forget about some foreplay to get it that way. I had never fucked a guy with piercings before so this was going to be interesting.

He didn't want me to suck him, which I think was a relief to me. He ate my pussy really well and got me to cum before he entered me. I was a little hesitant, but the piercings were just fine. They were on the underside of his cock, and occasionally, I could feel them inside my pussy, but they didn't interfere with me having several climaxes. This guy could fuck forever. We did it every way I like it: riding him on top, him coming in from



Where I live, we're allowed to play tennis like this. Aren't I lucky?

behind doggie style and him on top of me. I finally had to say "uncle," which never happens! I was exhausted and my pussy was dripping.

I suggested that we take a shower. I made the mistake of washing his cock for him, and *voila*, there his cock was, as hard as ever again. Wow! Then he told me about his other piercing. He pulled it out of his pants pocket and put that one on, too. I had to have a picture of the whole thing. He said he doesn't try to fuck ladies with the big one in his penis. Thank God! Maybe there are some girls out there who would be willing, but I'm not one of them, and I'm not embarrassed to say that. Sorry, guys. But I did eventually suck his cock.

We have some other mutual friends that invited us to a sexy apparel party. It was basically for the guys to buy outfits for their ladies and watch them try on the outfits in front of them. We would parade around wearing different outfits so they could get



I couldn't believe this guy's cock when I first saw it. It had three piercings! Then, after we fucked, he added a fourth, larger piercing. I was hesitant to fuck him then, but I happily sucked his cock!



My boyfriend loves when I model sexy outfits for him. This is something I picked up at a recent party. It doesn't cover much, but that's the whole idea, right? There's always easy access!

themselves worked up. They would also tell us what they liked or didn't like. Of course, they also enjoyed watching us undress in front of them. Perverts! I ended up with two different outfits that seemed to please my guy. There had to be at least 12 to 15 couples there. It was actually a "straight" party, which means there was no sex.

However, this same couple had a swing party not too long ago that we went to as well. It was a great time! I actually hit it off with a guy I had been with

years ago. I had forgotten what a big cock he had. In fact, I looked at it and wondered if it was going to fit inside my pussy. It did. I sucked his cock and took as much as I could in my mouth, and he certainly seemed to enjoy it. We went at it for quite a long time. I'm always amazed by how many climaxes I have and how wet I get. When we were completely worn out and joined the group in the kitchen, I found out that my guy had

fucked the other guy's wife, which I thought was kind of cool.

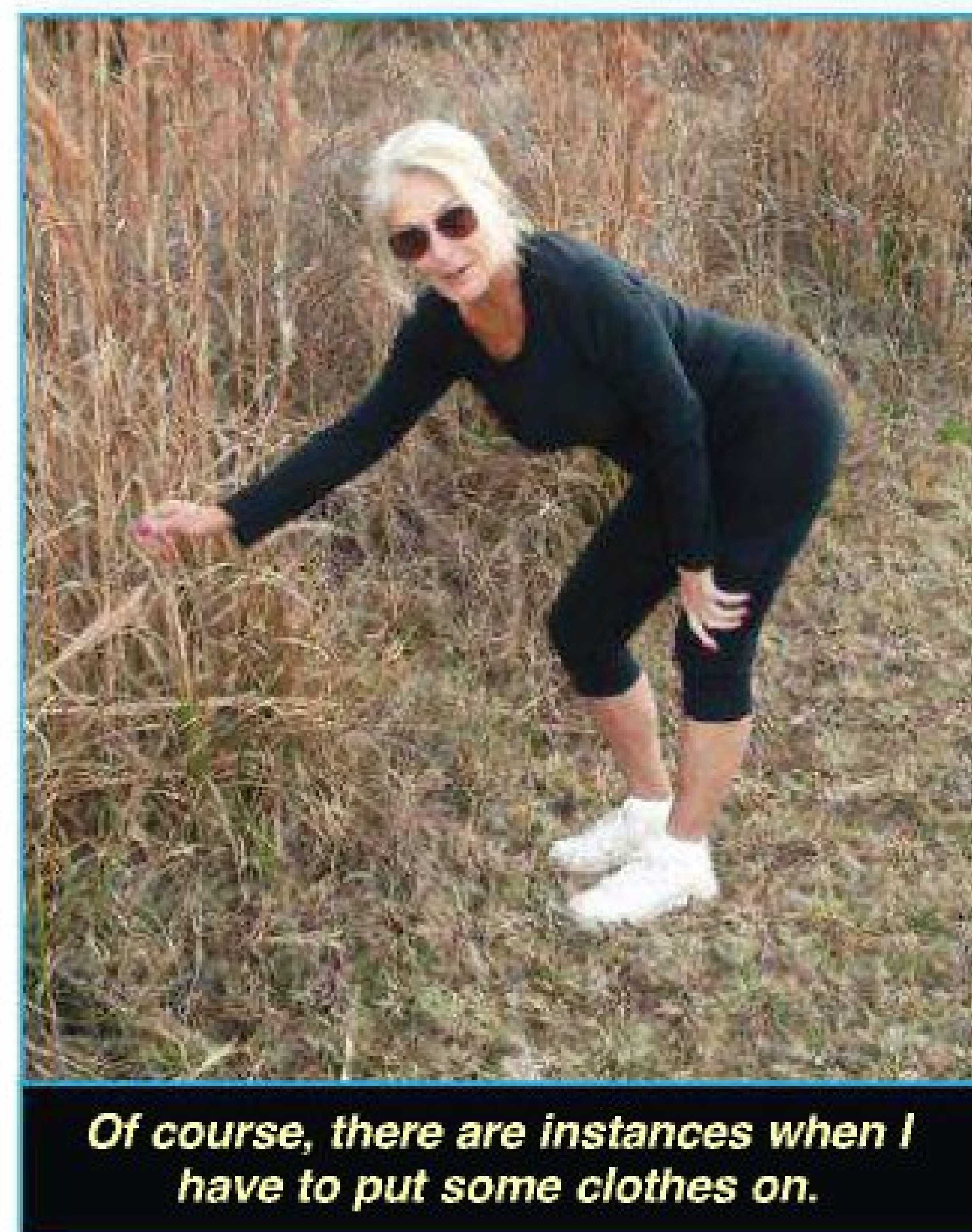
There was a lot of talk and a discussion about some contraption in the bedroom, and I had to see it. The lady that my guy had fucked had brought several toys to the party, one of which was homemade. I think she called it a "bouncing Betty." It had metal legs that were the height of a footstool and a stretchy fabric with a hole in the middle fastened over the legs. The object was to have a guy lie on the floor under the stool so that his cock stuck through the hole. Then a lady would sit on the stool and ride his cock. I didn't try it, but my guy had done it

with the lady. It was quite the conversation piece. She had also brought a Sybian into another room. This had several attachments of different-sized rubber cocks that fit over a vibrator. The speed of the vibrator could be regulated. This was also stool height. A lady could choose her size and sit on the fake cock and go to town. I tried it out, but it couldn't compare to the real thing. Am I spoiled or what? I think so!

After all the crazy stuff with the toys and a little bite to eat, I ended up back in the bedroom again with another gentleman. It's really great to go to a party and get fucked by several men. I'm probably one of the

continued on page 64

"I enjoy wearing sexy outfits."



Of course, there are instances when I have to put some clothes on.



Lin

Birthday: December 2
Age: 64
Height: 5'4" **Weight:** 131 lbs.
Lives: Tempe, Arizona
Status: Divorced
Occupation: Paralegal



"What's the kinkiest thing I've ever done?" said 64-year-old swinger Lin Boyde. "Well, it was in a swing club. My guy and I had sex in front of a crowd of people. People were watching us and cheering us on. When he came on my face, I swear it was the most cum I've ever seen or felt. And I guess some of the guys must have been masturbating while watching us because two of them walked over and came on my chest when we were finished. I was covered in man jizz!"







Lin's cum-soaked swingers' party escapade was the kinkiest thing she'd ever done...until she did this: fuck on camera and in the DVD *50Plus MILFs #2*. "When I get horny and I want to fuck, I'm not always looking for a gentleman," she said. "I enjoy flowers, of course, but given the choice between flowers and a man with a

hard cock, I'll take the cock. What you're seeing here is the real me: I'm not a principal in real-life. I'm a paralegal. But when I get the urge to fuck, there's no stopping me. Sure, I have to be careful at work and behave properly, but when I'm in the club or out it's not unusual for me to pick up a total stranger and fuck his brains out."







Principal Boyde calls in her student's dad to let him know that his son has been looking up the teacher's skirts. Well, it's like father, like son because before you know it, dad is looking up Principal Boyde's skirt, and seconds later, he's got his cock stuffed in her horny mouth. Fortunately, Lin is the kind of school administrator who enjoys having her pierced pussy eaten, fingered and fucked.



**SCAN IT NOW.
WATCH IT FREE!**



**SCAN QR CODE
FROM YOUR PHONE**

**See Lin in XXX
video action!**



Principal Boyde rides the father's cock right on her desk, sucks some more cock (making her cheek bulge), then takes a load of cum all over her slut face. "I'm not really into any fetishes, but I do love cum," she said. "Even in my private life, guys want to cum in my pussy, and I'll say, 'Why don't you cum on my face, honey? Then I can taste your cum and eat my pussy off your cock.' Of course, sometimes just me saying that is enough to make them blow their loads." Did she just say "blow their loads"? Is that how a lady speaks? "No," Lin said. "It's how a horny slut speaks. And I'm one very horny slut."



SCORE DVDs NEW RELEASE**Loaded with XXX 3Somes**

Sixty & Swingin'

Black Cock for 3 White Grannies!

Packed with our most popular 60something ladies in their wildest scenes ever. Bea brings home a black stud to fuck...while her hubby watches! Lola Lee and Jewel share a stud less than half their age. Mandi and Miranda suck and fuck huge, black dicks...and Mandi gets it in her ass. Plus, Georgette gets two heaping helpings of man meat.

STARRING

Lola Lee, Age 67
& Jewel, Age 62

6 GILFs
who still can't
get enough!

ORDER FORM ON PAGE 9

TOLL FREE U.S. & CAN 1-800-421-0760 • WORLDWIDE 001-305-662-5959

www.eBoobStore.com • \$39.95/ C\$38.95/ £24.95/ €28.95 (Plus S&H)

DVD (Region free) ITEM #PIX493D

SeXXXty Something*continued from page 55*

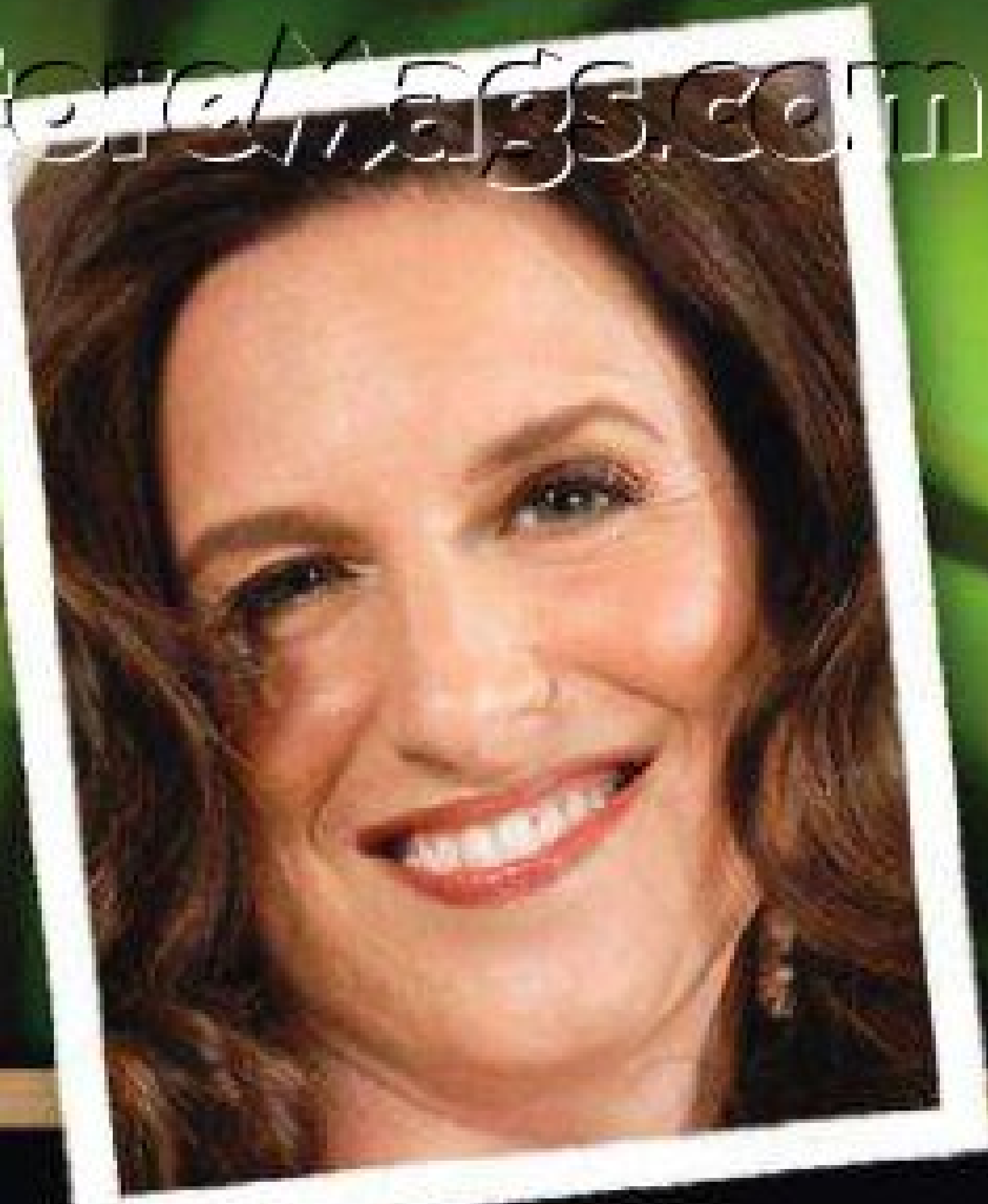
milder women, though, because I know several women who will get fucked three or four times a night. Of course, maybe they don't have as good a time or have the orgasms I have.

Later in the evening, we somehow got into a discussion about the articles I write for *40Something*. Everyone is always curious as to what I write about. I told them the articles are about my everyday happenings and parties that we go to. We talked about the pictures that go along with "SeXXXty Something," too. Sometimes my guy and I have a little trouble coming up with pictures. That's because I can't have people in the pictures without a signed release from them. There are not a lot of people we know who are willing to sign a release. Everyone thinks it's cool that I'm in a magazine, but not all of them want to be in it. We also have to take pictures that will not give away where they were taken. The hostess offered to take some pictures for this article, which I thought was very nice of her. It definitely was a great swing party. It had the right amount of couples, too; about 14. Some parties get so big that there aren't enough beds for everyone. Of course, that's where you usually find the orgies with two and three couples on one bed with each other.

Just to let you know, most of the time, we lead a pretty normal life. We go to the gym and workout, take walks, play tennis and sit by the pool. Of course, when we sit by the pool and play tennis, we are doing it part-naked. But I go to the bank and the mall just like everyone else, and I'm always dressed when I do that! I can't always be naked!

I guess I have rambled on long enough about all of my sexual encounters. Check out 40SomethingMag.com, 50PlusMILFs.com and 60PlusMILFs.com if you haven't done so yet. Even if you have, you need to keep checking it out for all the new ladies. Keep the letters and comments coming as well. Enjoy each day to the fullest because life is too short. Live well, laugh often and love much. The sex will follow! See you next issue!—Love, Georgette

Have questions for Georgette? Email georgette@40somethingmag.com. **40**




Gillian

Birthday: August 16
Age: 45
Height: 5'2" **Weight:** 108 lbs.
Lives: New Jersey
Status: Divorced
Occupation: Hooker



Yeah, you read it right. That wasn't a typo or a mistake. Under "Occupation" up above, it does say "Hooker." Yeah, sweet-faced, woman-next-door Gillian Sloan fucks for money. She works at several legal brothels in Nevada and loves her job. "It's exciting," she said. "It's something the people who know me would never expect." Gillian likes that sort of thing, doing things that people would never expect her to do. Like posing for *40Something* and fucking at 40SomethingMag.com.





We did say Gillian fucks for money, but she does it for fun, too. "I love sex, and a lot of the guys who come in know what they're doing in bed," she said. "But being an escort isn't all about sex. It's exciting. I'm doing something I shouldn't be doing, and that makes it more exciting. Sure, it's legal, but most women don't sell their bodies for money. Just the thought of that, doing something bad, gets me wet."



Gillian says the first time she hooked, she was nervous. Then, when she saw the size of the guy's cock, she was absolutely terrified. "He was huge!" she said. "I think he had trouble getting girls to sleep with him more than once because his cock was so big, so he went to escorts. The first thing he had me do was suck his dick, and forget about my mouth. I could barely get my hand around it. But then I sucked him, and I could feel my pussy getting wetter. He slid right in, and it was great sex. Intense. It was a total adrenaline rush. I was hooked." So to speak.





"If you have to work for a living, you might as well enjoy what you're doing," Gillian said. "I love my job." Her special techniques are on display at 40SomethingMag.com, where she sucks and fucks Lucas' very big, black cock. "I love black cock. I love white cock. I love big cocks and small cocks," Gillian said. "I'd say I'm a very lucky girl!"







"The first time I had sex, it was New Year's Eve in a treehouse," said Blair Sanders, a 49-year-old divorcee who was born in New York and now lives in South Florida. "The second time I had sex? Don't remember. But I'll always remember this. I've been wanting to do it for a long time." By "this," Blair means getting naked in an international men's magazine and getting her pussy pounded on our website. "I'm being a very bad girl, and I'm having a very good time!"



Blair

Birthday: January 28
Age: 49
Height: 5'3" **Weight:** 128 lbs.
Lives: Hollywood, Florida
Status: Divorced
Occupation: Accounts manager







Blair said her friends and even most of her relatives wouldn't be surprised to see her here. She's a very sexual woman. "I don't even own a dildo," she said. "I'm too busy getting the real thing. My friends and family know not to call me too early in the morning because I'm usually busy finishing what I started the night before." Which is? "Having sex, of course," she said. "I used to hold back, but I don't anymore!"





Release: StoreMags & FantaMag





Blair likes the old-time TV show *I Love Lucy*, swimming and dogs. She's into having her feet played with, enjoys eating pussy once in a while and says her perfect day would be spent on the beach. She's a proud member of the Mile-High Club, and now she's done something most women don't do. "Hey, it's their loss," she said. And our gain.





The Ultimate Jack Aids

The **SCORE** Group-tested for the luxury experience you deserve!



Imported from Japan for the greatest jack of your life!

The hottest-selling masturbation aid in Japan! The entire toy flips open to reveal an intensely textured sleeve with ridges and rings of assorted sizes. Apply one of the three lubricants and hang on for a Wild, Mild or Real ride! Completely customizable, you choose your sensation, pressure and intensity. Experience squeezing and stroking like never before. The silicone interior feels great on your cock and flips open for easy cleaning. Whether you are a loyal Tenga user or just a guy who demands the best, this is the product for you! Measures a tidy 6" x 2.3" x 2.3" so it can go anywhere!

Tenga Flip Hole

(TNG107) \$119.95 • £73.95 • CS116.95 • €86.95

The Perfect Boobs

The most lifelike rack ever made by man!

You see them everywhere: big, juicy tits. You just want to reach out and grab them. Even more, you'd like to stick your cock between them. Fortunately, The Perfect Boobs are there for you whenever you need to feel two full jugs in your hands.

They're so lifelike, squishy and pliable! Grope them, suck them, squeeze them and screw them whenever you want. Available only in the U.S. (#TC112) \$99.95



Fleshlight Pussy Pink Lady

Looks like a flashlight, feels like a real pussy! From the outside, the Fleshlight Pussy Pink Lady looks like a flashlight. But the inside of this baby can satisfy your every sexual desire. Long-lasting, too, so you can use it again and again.

(FL100) \$59.95 • £36.95 • CS57.95 • €42.95

The Perfect Ass

You'll feel like you're fucking the real thing! The Perfect Ass will when she won't!

Made from CyberSkin®, this is the most realistic pussy and ass toy ever produced! Separate deep pussy and ass tunnels are ultra-tight and ribbed. Ass entry is extra-tight...because that's how it is in real life! Fuck her ass, fuck her pussy, then go back again (something most women won't let you do)! Use the dual-vibrating multi-speed Love Bullets® for independently-controlled fun. Or just fuck her on your own power! So real, if you close your eyes, you won't be able to tell the difference! Available only in the U.S. TC110

Natural \$229.95 TC111 Cinnamon \$229.95



TOLL FREE U.S. & CAN 1-800-421-0760 • WORLDWIDE 001-305-662-5959
ORDER ON PAGE NINE OF THIS ISSUE OR ONLINE AT eBoobStore.com

Carolyn Khols Interview

continued from page 36

40SOMETHING: How did you meet him?

CAROLYN: I believe it was at a party. It was just a casual introduction, and now that I think about it, we weren't introduced by someone else. He walked past me, and I was standing by myself, just having a drink and hanging out. He walked past me, then he stopped and turned around to come back and start talking to me, and he said, "You just made me stop in my tracks." [Laughs] So we started a conversation and it went from there.

40SOMETHING: Did he ask you out or did you take the initiative?

CAROLYN: He asked me out. At first I was hesitant because I knew he was younger. I didn't know how much younger. And I said, "You know, I'm much older than you," and he said, "So?" And I said, "Okay." [Laughs]

40SOMETHING: Where did you go on your first date?

CAROLYN: The first time we met after the party was at his house. He had told me where he lived, and it was a very affluent area, and I was just curious as to how this young guy could be living in such an affluent area. He had called me the day after the party and asked me to come over if I wasn't busy and go for a swim in his pool. And I was painting my living room, but I said I was ready for a break, and really the only reason I went over there was because of my curiosity about the house. [Laughs] But we got along really well, and after that, we went out for dinner and dancing and movies. It went on for about a year and a half, I guess.

40SOMETHING: When you went over for a dip in the pool, there was no skinny-dipping, right?

CAROLYN: No. I've always been very shy and naïve for my age, and like I said, I've never been skinny-dipping.

40SOMETHING: Well, Carolyn, you say you're shy and naïve, and here you are posing naked for 40Something magazine. Why don't you tell us what you're about to do next.

CAROLYN: What I'm about to do next is a pornographic video. [Laughs]

40SOMETHING: How does it feel saying "pornographic video"?

CAROLYN: A little odd. It feels strange coming out of my mouth. I've always

continued on page 87



Marina Rene

Birthday: July 28

Age: 44

Height: 5'6" **Weight:** 146 lbs.

Lives: Berlin, Germany

Status: Married

Occupation: Housewife



The occupation-housewife-doesn't fit, does it? You look at Marina Rene and you figure, "Professional dominatrix," or "dungeon equipment supplier" or, at the very least, "tattoo artist and body piercer." But it's true: Marina Rene is a housewife from Germany, and her very lucky husband gets to play with her pierced nipples and multi-pierced pussy. But so do others!





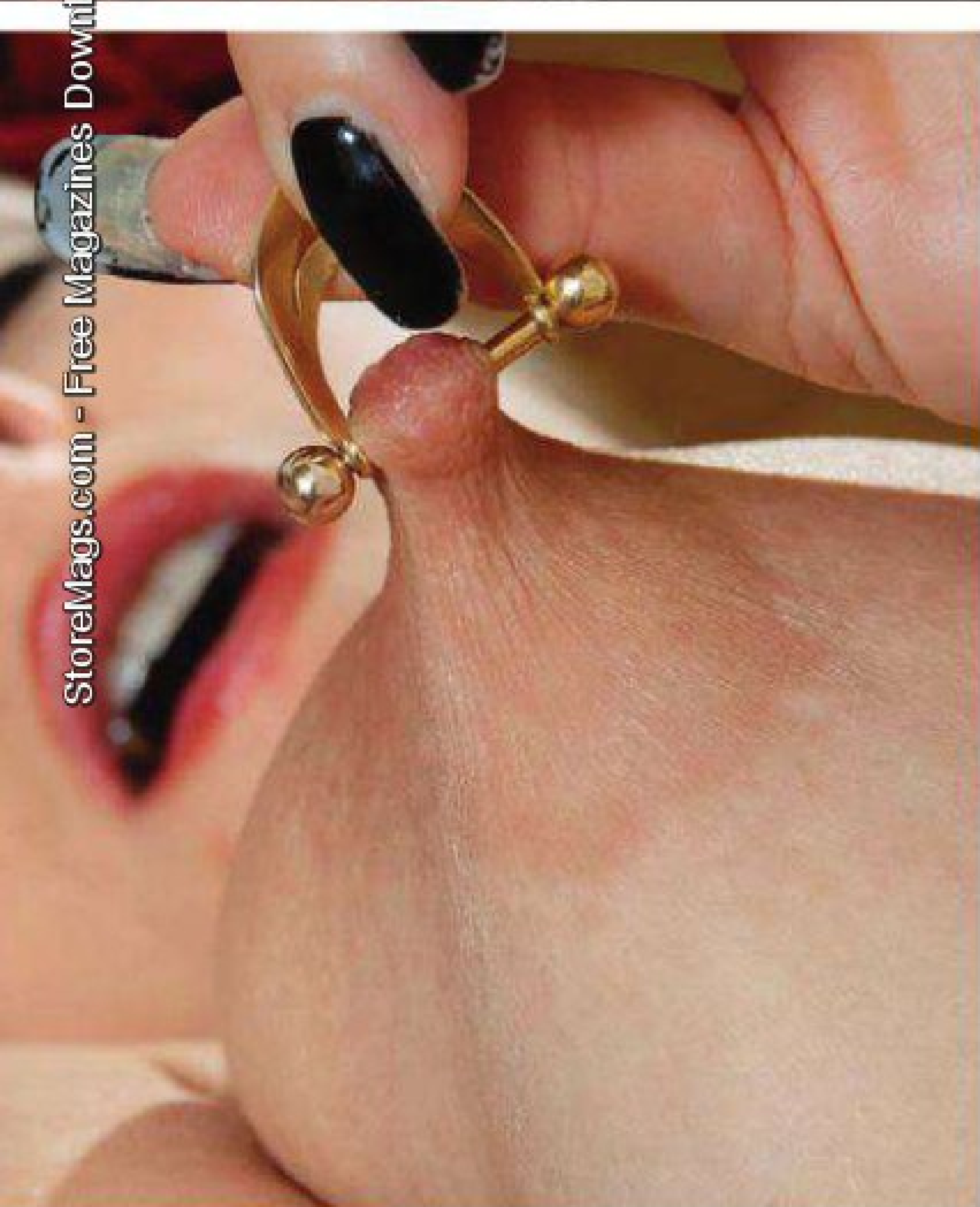
Marina told us that her favorite thing is to have "my husband's cock in my pussy, a stranger's cock in my ass and another man sucking on my breasts." It's something she has experienced many times, although, as she pointed out, "sometimes my husband just watches while men have their way with me. He knew I was a very kinky

woman when he married me, and he wasn't going to try to change me or tie me down. Besides, he's not that type of man." What type of man is he? The type of man who walks a few steps behind his wife as she strolls through a sex convention in Germany, topless, tits swaying, taking in the admiring, lust-filled looks of men and women.



Let's talk about Marina's pussy. It's amazing, isn't it. If you look very closely (and we're going to guess that you've already done that), you'll count 13 rings decorating her cunt. "I love the weight on my pussy lips," Marina said. "I'm trying to stretch them out so they are as long as I can get them. I love when men suck on my pussy lips and suck on my pussy rings, too." Marina told us that the length of her pussy lips has nothing to do with the tightness of her pussy. "They are two very different things," she said. "Men say my pussy is very tight."









Marina says men are often a little intimidated by her pussy jewelry. "They think, 'How am I going to get my cock in there? Aren't the rings going to get in the way?' But they don't get in the way at all. In fact, once you get inside my pussy, you will find that the rings rub against your penis and create a very pleasing sensation. It is very

good for me, too. When you are fucking my pussy, you push some of the rings up against my clit, and it is like you are fucking me and licking my pussy at the same time." So even when she's with just one guy—which she rarely is—she reaps the benefits of group sex. "Not all women would do what I did. But not all women are me!"

**The fastest-growing
MILF site on the Net!**

**56-year-old
Connie McCoy**
is fucking right now at

50 **PLUS**
MILFS
.com

**Horny women from
50 to 76 years old!**

**Super high-quality
HD streaming**

**Exclusive photos,
exclusive videos,
exclusive models!**

**Interracial! Anal sex!
Cream pies!**

NEW! Now get

60 **PLUS** **MILFS**

FREE with your
membership
to **50PlusMILFs.com!**



Carolyn Khols Interview

continued from page 78

been so straight and conservative. Like I said, I haven't told anybody that I'm doing this, and anyone who would hear that I am would be totally shocked and not believe it. Even somebody who knew me might not recognize me because when I work as a flight attendant, I usually wear glasses and I have my hair pulled back and I'm in a uniform.

40SOMETHING: Well, let's say one of our readers or a website member saw you on a plane and said something to you?

CAROLYN: I would deny it! [Laughs] I would say, "That's flattering, but not me. You've got the wrong person."

40SOMETHING: Well, let's say one of our readers did see you and wanted to say something. What would you like them to say if they saw you on a plane.

CAROLYN: It would be perfectly fine by me if they said, "I think I saw you in a magazine." [Laughs]

40SOMETHING: Is there a secret word or code they can give you?

CAROLYN: Well, you might ask me if I have ever gone skydiving. I'm not going to tell you if I have or not, but you could ask me that question. [Laughs]

40SOMETHING: Let's say a random guy saw you on the streets or in a club and was interested in you. What would be the best way for him to approach you?

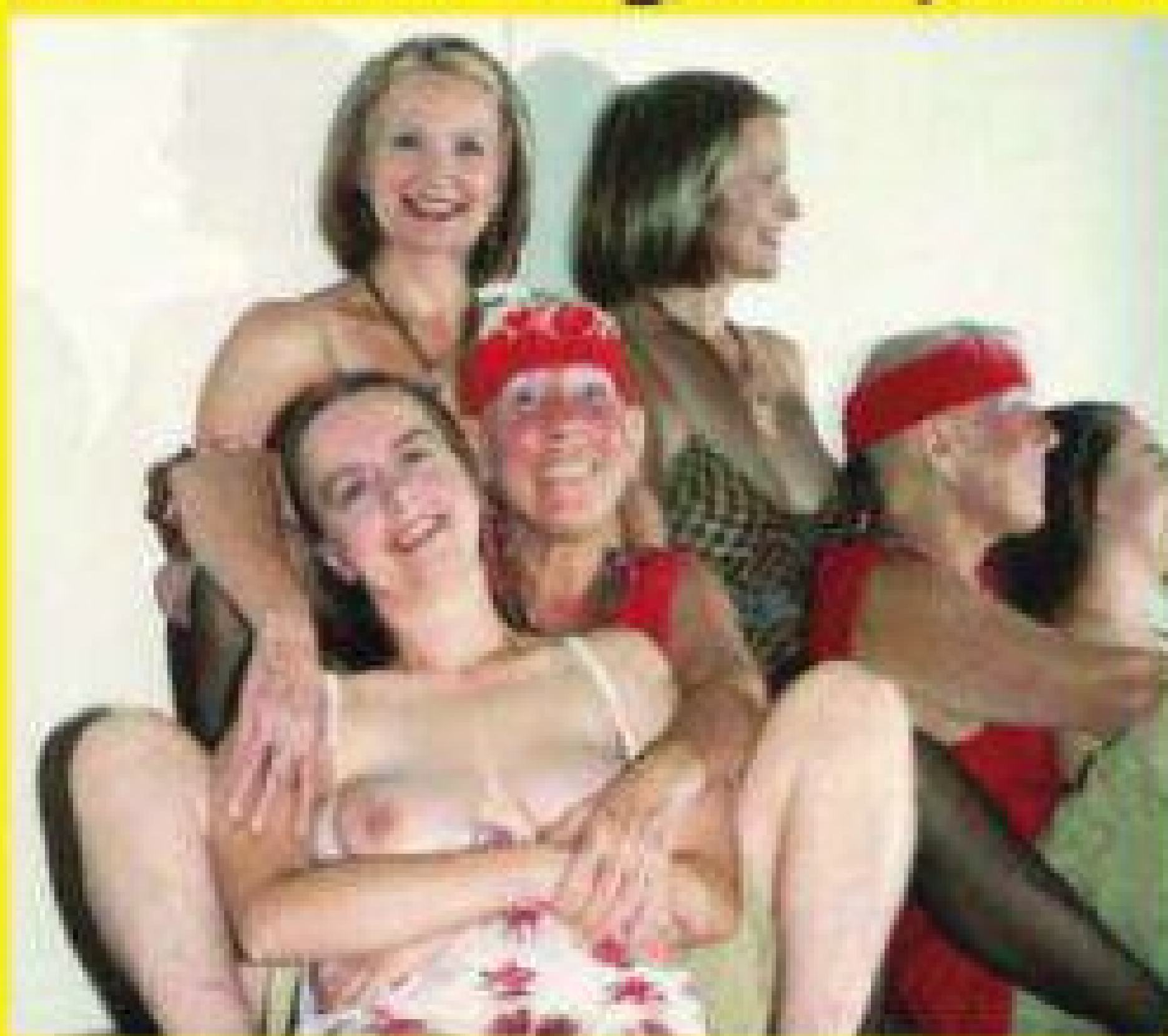
CAROLYN: Just come up and introduce yourself. Say something like, "Hi, I'm Joe Schmo. How are you doing? I saw you standing over here and I just wanted to come and talk to you." I like the approach where you just lay it on the line. I don't like the cute little gimmicks or the come-on lines. Just be forthright and speak your mind.

40SOMETHING: What's your idea of a perfect date?

CAROLYN: A perfect first date would be where I meet the guy at a restaurant. I like to meet them somewhere the first time because if I'm not having a good time, I can always go home by myself and I don't have to worry about someone knowing where I live or sticking around too long. But anyway, meeting at a nice restaurant and maybe having a drink by the bar at first and seeing how it goes. If that goes well, staying for dinner. Nice conversation. Good chemistry. And at the end of the night, I go my way, he goes his way, but we have already decided that we'll see each

TITS 'N' ASS
\$12 Kinky Fone Fun \$12
1-800-615-6869
 No Start Up Fees! ALL MAJOR CREDIT CARDS
www.titsnassphonesex.com

DOMINANT/SUBMISSIVE
Ladies -Intelligent! Honest!
Hypno-Dommes & other moist
females avail. for erudite,
S&M/Fetish Dialog,
Intimate trysts, Etc.!



FREE LITERATURE
FREE INQUIRY
(908) 284-8066

Love-Nancy Ava Miller, M. Ed. CH
Respected SM Leader Since 1986

www.peplove.com

Nancy invites polite, sincere,
intelligent gentleman to call
her at her home any hour:
(505) 255-9255

25883

Jam Your Throbbing Cock Between My
HUGE TITS
1-800-615-6869
 All Major Credit Cards! NO Start Up FEE's
www.titsnassphonesex.com

Literotica®

Ten Years Online - 1998 to 2008

- ♥ Over 100,000 Free Erotic Stories
- ♥ X-Rated Videos and Pictures
- ♥ Over 500,000 Registered Members
- ♥ Over 1,000,000 Visitors Per Day
- ♥ Free Online Adult Cams
- ♥ Free Speech Message Forums
- ♥ Personals & Friendship Ads
- ♥ Monthly Adult Story Contests

The Most Popular Adult Community Online

www.LITEROTICA.com

Advertise
in the world's #1
over-40 mag.

Call American Media Works
914-273-6309

The next issue of
40Something
 (SCORE Special #217)
goes on sale
July 19

LIVE I'LL BE YOUR TEENAGE WET DREAM! *
 one on one
ONLY 89¢
PER MIN
1-800-TO-WHORE
 *At least 18 yrs of age. Credit card / adults 18+ only

other again and go from there.

40SOMETHING: No sex on the first date?

CAROLYN: Usually not, but that's not always true. [Laughs]

40SOMETHING: Well, you seem like a traditional, classy lady.

CAROLYN: For the most part.

40SOMETHING: For the most part?

CAROLYN: Well, there have been a few times where I have gone off the beaten path, as you might say.

40SOMETHING: Such as?

CAROLYN: One of the most unusual sexual encounters I have had was with a male friend of mine. I went out with him and two other guys as buddies, and we were drinking, and this was somebody I had had casual sex with in the past, and we ended up going to a sex shop, and in the back of the shop, they had these little black booths. I had never been in one before, I had never even been in a sex shop before, and he and I went into the same booth and were watching the girl behind the glass for only a few moments...

40SOMETHING: It was a live girl behind the glass?

CAROLYN: Yes, but within minutes, we seemed to be putting on our own sex

show in the booth. So that was probably my most-wild sexual encounter. It was all very exciting and adventurous for me, having sex in a booth in the back of a store. I definitely have a bit of an adventurous, wild side that doesn't always come out. I tend to keep it hidden. But, of course, I'm here, so I'm letting it come out now!

40SOMETHING: A lot of our models are swingers. Are you?

CAROLYN: No. I have heard of the swinging lifestyle, of course, but I've never been part of it. The closest I've come to that was when I was in my 20s, right out of college. I don't drink hardly at all now, but, of course, in college, everybody drinks, and I had been out with a group of people, and we all seemed to couple up, and there were four couples who went back to this apartment, and before I knew it, we were all having sex in the same room. So that's probably the closest I've ever come to swinging, and I've never had the urge to try it again.

40SOMETHING: So you have gone off the beaten path a few times.

CAROLYN: Yes, but those times have been few and far between. It's kind of



"I'll move my hands over my body, and before long, I'll get to my clit. I don't need penetration to get off."

fun to surprise or shock people on occasion when they think of me in a certain realm and all of a sudden, I'll say, "I betcha you wouldn't believe this, but it's true."

40SOMETHING: Well, if I saw you on the street, I'd never believe it. You're very classy, but you're sexy.

THE ONE & ONLY...

1-800-JACK-ON

5 2 2 5 6 3 3

\$1.98 / min. to \$3.98/min Visa, MC, AMEX & Optima 18+. only

CUM ON MY FACE

1-900-535-SLUT

\$2.50 TO \$3.50/min. 18+

7 5 8 8

LIVE SEX 24 HOURS

CAROLYN: Thank you! I try to be that way. I don't think a woman, or a man, has to put everything out there all the time to be sexy. I mean, I think when I'm wearing a simple sundress, I can look sexy, especially since I know—although nobody else knows—that I'm not wearing panties. That's sexy to me. It's more than physical. It's mental, too. I think one of the reasons your readers might like me is because I'm a woman who you wouldn't expect to be doing this. That makes it exciting, not only for them but for me, too.

40SOMETHING: What would be your ultimate sexual fantasy?

CAROLYN: Probably to be pleased by multiple partners all at the same time. I'm not talking about an orgy where everybody's having sex. I'm talking about a situation where there are three or four guys, and they're all pleasuring me, running their hands over my body, doing all kinds of things.

40SOMETHING: Is there a girl in the mix?

CAROLYN: Probably not. I've never had sex with a woman, and I can't say I have the urge to, although I like watching girl-girl videos.

40SOMETHING: Ah, so you do watch porn! I didn't know that!

CAROLYN: I do. Not a lot, but I do, and it's very often girl-girl. I don't know what that says about me, but it's true.

40SOMETHING: Do you masturbate while you're watching this?

CAROLYN: Yes, of course!

40SOMETHING: Tell us about it!

CAROLYN: Well, I'll turn on a movie, and I'll lie back and watch it, and I'll start moving my hands over my body, and before long, I'll get down to my clitoris. I don't need penetration to get off, so I usually don't use toys. Just my fingers. And I'm one of those lucky girls who can cum over and over again.

40SOMETHING: Carolyn, I think one of these days, we're going to have to find you another mature woman to play with. A guy, too.

CAROLYN: Well, I don't know about that, but you never know. I mean, I'm here, right, and I never would have expected that, so I don't think I'm ever going to say no to anything.

40SOMETHING: Well, Carolyn, I'm sure this isn't the last we'll see of you. Thanks for being here.

CAROLYN: Thank you for having me. I'm having a great time, and I hope you guys enjoy me as much I'm enjoying doing this.

SCORE DVDs NEW RELEASE

REAL MILFs 43^{TO} 49 YEARS OLD










STUFFED MILFs

THERE'S NO ROOM IN THEIR PUSSIES & ASSES!

Straight from the pages of 40Something magazine, six real housewives and divorcees fuck on DVD for the first time. And two of them, Catherine de Sade and Vixen Kitten, take it up their tight, mature asses. These women are the real deal. Not porn stars. Not 30somethings pretending to be 40somethings. Each scene features an introduction in which the ladies talk about their personal lives and what they're about to do, and then they go ahead and do it!

ORDER FORM ON PAGE 9

TOLL FREE U.S. & CAN 1-800-421-0760 • WORLDWIDE 001-305-662-5959
www.iSexShope.com • \$39.95 / C\$38.95 / £24.95 / €28.95 (Plus S&H)
 DVD (Region free) Item #PIX489D

26327



Shana

Birthday: January 13

Age: 52

Height: 5'5" **Weight:** 120 lbs.

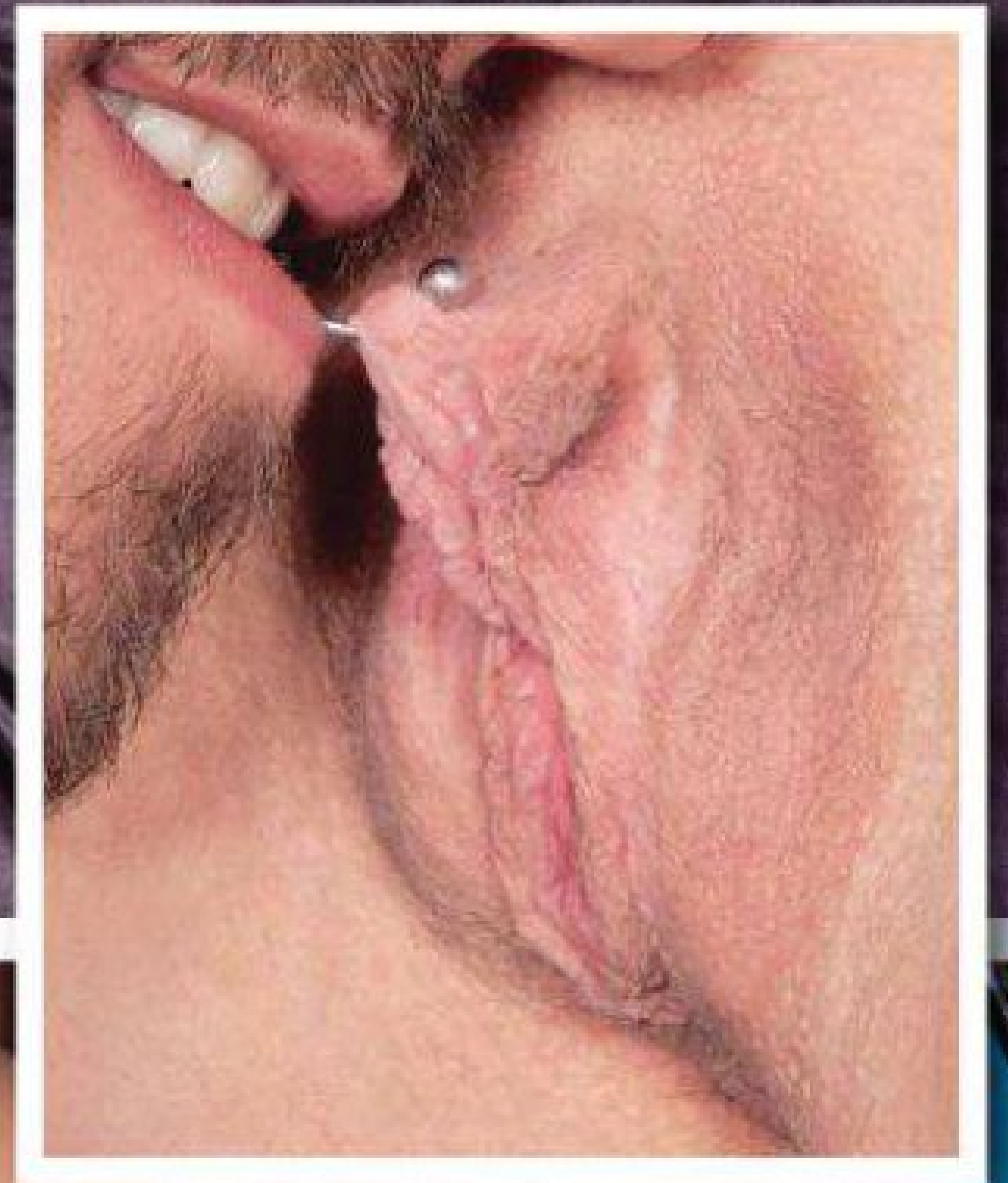
Lives: Northern Minnesota

Status: Single

Occupation: Horse handler



For her second appearance in *40Something*, Shana DuPlae, a sexy little horse trainer from Minnesota, proves that slim ladies can take it in the ass, too. Not that we ever had any doubt, but we kinda wanted to see for ourselves. Shana is in complete control of the action in this pictorial, showing Juan exactly what to do and how to do it, and that's kind of refreshing when you realize that even though Shana is in command, she's still doing all the things to the guy that we'd want her to do to us. Which proves how unselfish this dominatrix can be. "In my bed," she said, "everyone gets to cum!"







As you can tell, Shana is a very sexual woman. She enjoys DPing herself with dildos when she's masturbating. She loves eating pussy and having her pussy eaten. She's into getting her ass fucked. But then, there's her small-town MILF side, the woman who enjoys restoring antique furniture, reading, gardening and riding her horses.

**SCAN IT NOW.
WATCH IT FREE!**



**SCAN QR CODE
FROM YOUR PHONE**

**Nasty Shana
gets stuffed!**



"My fantasy is to get seduced by five beautiful women and have sex with them," Shana said. "I'd also love to be gang banged by four men." In this scene (which you can see on video at 50PlusMILFs.com), one guy and a dildo is going to have to do as Shana gets all of her holes filled in one of our filthiest scenes ever. "I don't care if it's cock or toys," Shana said. "I just love to be filled up."





Most men think women give up their asses for the sole benefit and pleasure of their man, but that's not the case with Shana. "Sure, I like to please a man by letting him fuck my ass," she said. "But it feels good for me, too. I think more women should try it." Hey, does that make Shana the International Spokeswoman for Anal Sex? "I could be," she said. "I'm a swinger, and whenever I get the chance, I tell my female friends how good anal feels." One of her female friends is Sheri Fox, who got butt-slammed in *50Plus MILFs* #205. "Anal sex is one of those things that once you have it done to you and done right, you want to keep doing it," she said. "Fuck my pussy then fuck my ass. I love it!"





40Something[®] DVDs



**Real
MILFs in
scorching
XXX
action!**

Chocolate Stuffed MILFs RATED XXX



Katia

50something MILFs are going black, and they might never go back! **Katia** gets her ass filled with the longest, thickest, dick she's ever had. **Miriam** gets DP'd by two pole-wielding studs. **Honey Ray & Luna Azul** have their holes stuffed by giant cocks. **Valerie** is pushing 70 and hungry for black dick. **Julia Butt** is an anal-loving GILF. **120 MINUTES ON DVD**

\$29⁹⁵ PLUS S&H

50Plus MILFs #2 RATED XXX



Connie McCoy

They're the women you see in stores, at the beach or just around town. Women like **Connie McCoy**, 55, whose kids would be shocked to see her doing this. **Victoria Peale**, 58, is having sex on camera as a wedding present to herself. **Rita Daniels** enjoys her first interracial. **Jessica** takes it up the ass. Plus redhead, **Calliste** and **Lin**, 63. **120 MINUTES ON DVD**

\$39⁹⁵ PLUS S&H

Cougar Trap RATED XXX



Karen Kougar

Seven sexy 40some-things prowl the streets and clubs, picking up dudes half their age to suck and fuck. **Joclyn Stone** even seduces her son's friend and **Trisha Lynne** does her daughter's boyfriend. **Chennin** and **Liz Summers** pick up a stranger and let him fuck their asses. Plus, **Ginger Taylor** and **Dani Dare**, and slut **Karen Kougar** gets DP'd. **120 MINUTES ON DVD**

\$29⁹⁵ PLUS S&H

50Plus MILFs RATED XXX



Bea Cummins

It's no wonder that this one is flying off the shelves with a cast that includes **Persia Monir** and **Gia Giancarlo** (two of our hottest-bodied 50-year-olds ever), 60something housewife **Bea Cummins**, ass-fucked porn star **Erica Lauren** and sexy Latina housewives **Luna Azul** and **Vivi Ana**. Get it, because 50 is the new 40! **120 MINUTES ON DVD**

\$29⁹⁵ PLUS S&H

50Plus MILFs Anal Edition RATED XXX



Elle Denay

Getting pussy-fucked is no longer enough for these 50somethings. They need anal! **Katia** loves a mouthful of balls and a dick in her ass. Nurse **Elle** gets an anal exam. **Josette Lynn** has a hairy pussy and a needy butthole. **Destiny** has her rear reamed by a giant cock. **Summer-an & DeAnna Bentley** are both pushing 60. It's time for anal! **120 MINUTES ON DVD**

\$29⁹⁵ PLUS S&H

Fuck My Old Ass 3 RATED XXX



Liz Summers

Margo Sullivan is in arrears on her mortgage, so she gives up her rear. **Cassidy** has big tits and loves anal. Latina **Valery** doesn't speak English, but she can say, "Fuck my ass!" Personal trainer **Liz Summers** stretches her ass for cock. **Limber Semmie** takes it in the ass and does pushups while giving a BJ. **Brenda's** hubby gives it to her in the ass. **145 MINUTES ON DVD**

\$29⁹⁵ PLUS S&H

ORDER NOW ON PAGE 9

SEE THEM NOW AT SCOREonDemand.com



Sixty & Swingin' RATED XXX



Mandi McGraw



Georgette Parks

Packed with our most popular 60something ladies in their wildest scenes ever. **Bea Cummins** goes shopping and brings home a hung, black stud to fuck...while her cuckold hubby watches. **Jewel** and **Lola Lee** share a lucky stud who's less than half their age! **Georgette Parks** gets a double helping of man-meat. **Miranda Torri** gets filled by a big, black cock. **Mandi McGraw** gets it in her ass. **107 MINUTES ON DVD**



Miranda Torri



Jewel (L) and Lola Lee

\$39.95 PLUS S&H

Fuck My Old Ass 4 RATED XXX



Ruby Thompson

The best-selling MILF series ever continues with six more real 40somethings—house wives and divorcees—taking huge cocks in their mature assholes for the first time on video. **Ruby Thompson**, **Jenny Hamilton**, **Pepper Payne**, **Nastaya Simmons**, **Debbie & Angelique**, talk dirty and get what they crave! **120 MINUTES ON DVD**

\$39.95 PLUS S&H

50Plus MILFs Anal Edition 2 RATED XXX



Rita Daniels

Rita Daniels takes the action outside to get ass-fucked for the first time. Exotic beauty **Persia Monir** enjoys her first on-camera anal with a young stud. **Joanna Storm** is a 1980s porn superstar who came back to do her first on-camera anal scene. Plus redhead **Demi LaRue**, voluptuous redhead **Sunny Ray** and huge-clitted blonde **Shana DuPlae** in anal action. **130 MIN. ON DVD**

\$39.95 PLUS S&H

Over 60 & Slammed RATED XXX



Suzy Sebastian

For many guys, the older the better when it comes to women. If you're one of those guys, this is the DVD for you. Stars six of our most popular 60somethings ever in their hottest scenes: **Georgette Parks**, **Suzy Sebastian**, **Barushka**, **Lola Lee**, **Jewel** and **Anneke**. These are our sexiest, naughtiest grannies ever! **120 MIN. ON DVD**

\$19.95 PLUS S&H

60Plus MILFs RATED XXX



Sandra Ann

Our oldest DVD ever features **Sandra Ann**, who's breaking the 70something age barrier! She breaks the BJ barrier, too, by deep-throating a huge cock. **Valerie**, 69, makes a cream pie! Insatiable **Mandi**, 69, gets it in the ass from a guy young enough to be her grandson. Plus, 63-year-old **Lin Boyde**, 61-year-old **Suzie Wood** and 66-year-old housewife **Bea Cummins**. **110 MIN. ON DVD**

\$39.95 PLUS S&H

Cum-Filled Cougars RATED XXX



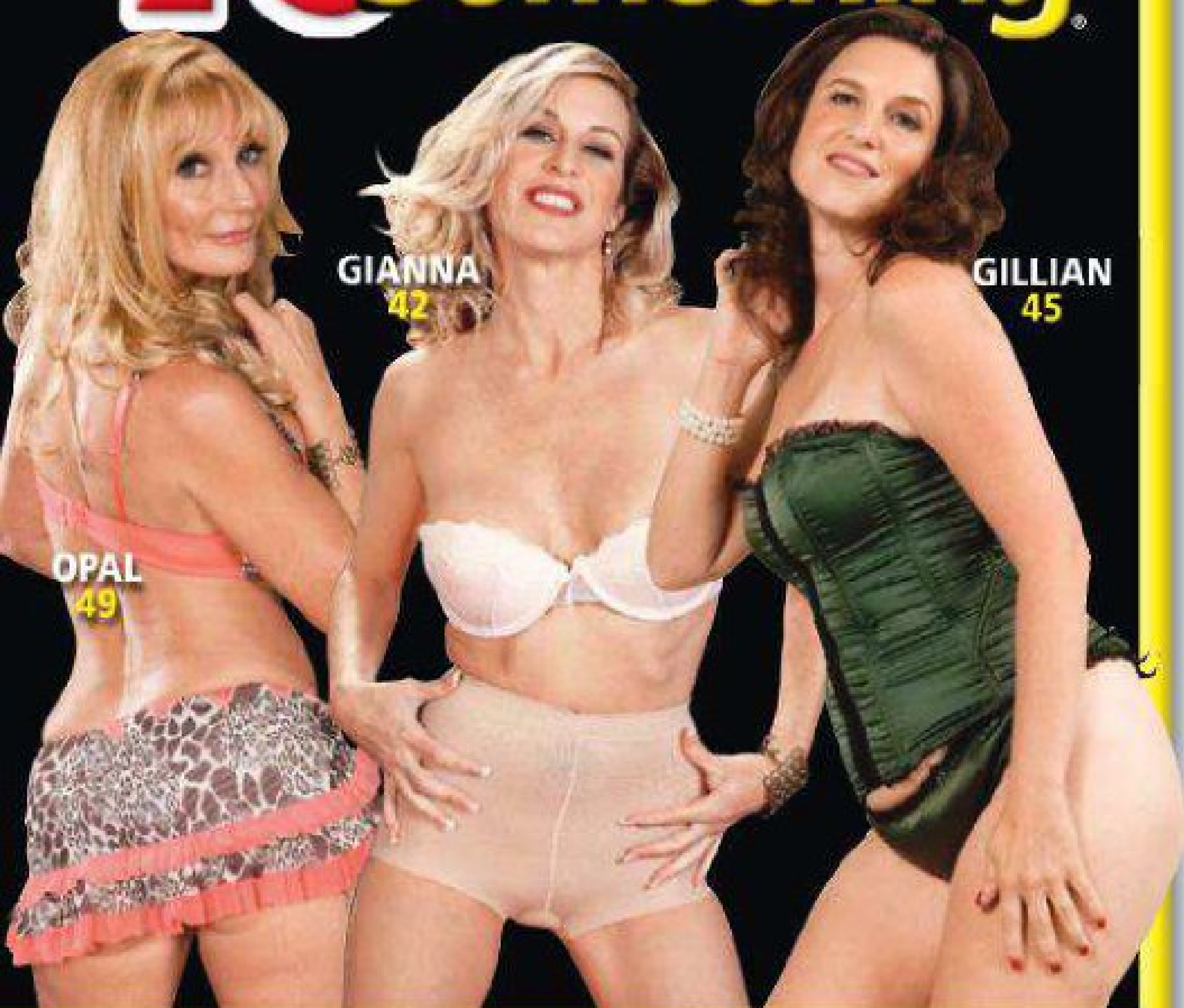
Gia Giancarlo

Jamy Nova used to be a real-estate agent. But the economy hit hard, and now she's fucking on camera...and very happy about it. Beautiful **Jazella** wakes up horny and catches a guy robbing her home. Instead of calling the police, she fucks him! MILF **Gia Giancarlo** is super-sexy and has a hairy bush. Plus, **Mishka Lee** in anal action, **Randi Layne** and **Gigi**. **90 MINUTES ON DVD**

\$19.95 PLUS S&H

Store/Magazine

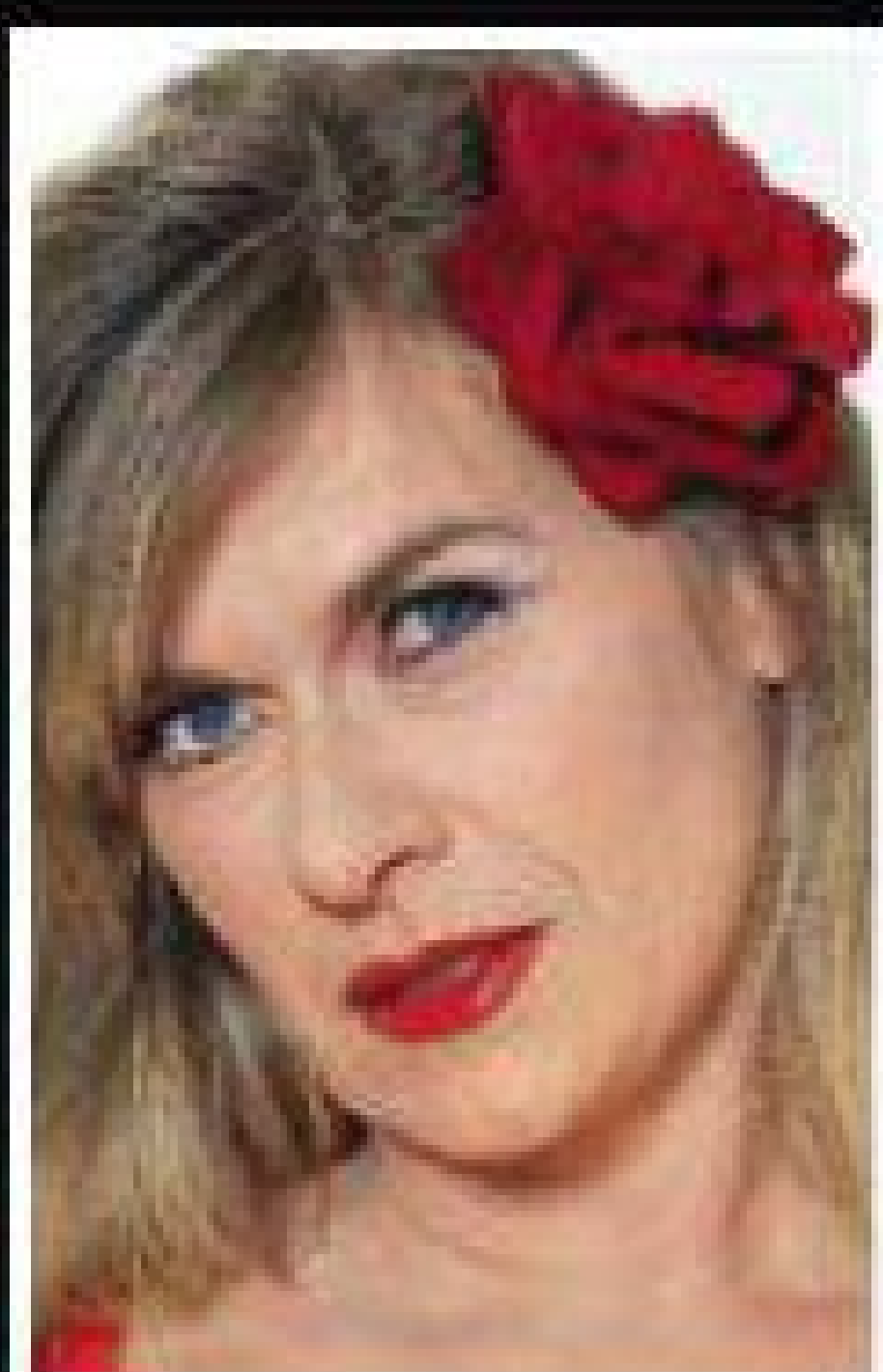
40 IN THIS ISSUE Something



100% REAL MILFS
GUARANTEED



MARIANA 44



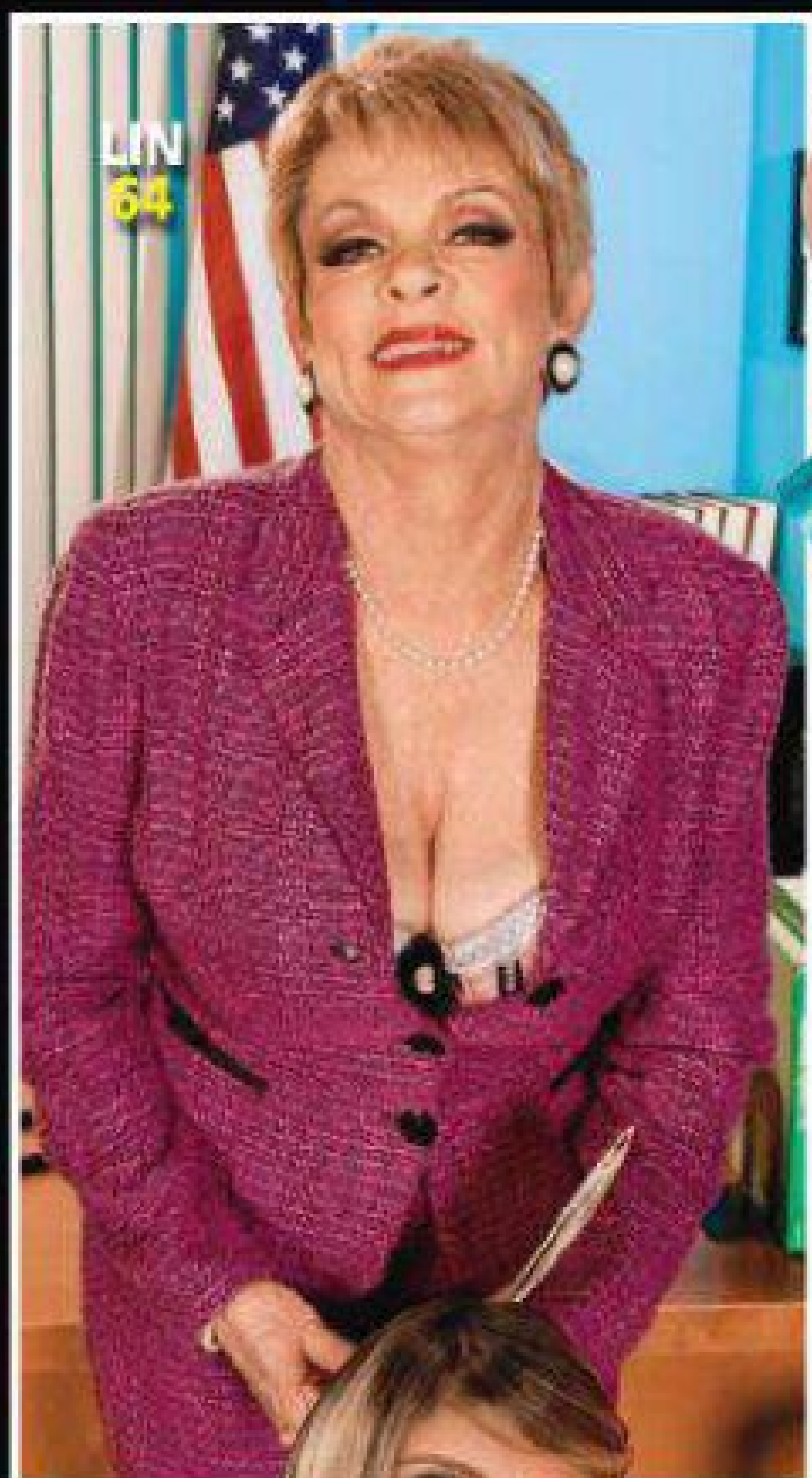
MARINA 44



CHANEL 51



SASHA 55



LIN 64



BLAIR 49

Carolyn,
55

"I never
thought
I'd do
anything
like this!"

